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JULY 6, 1984

VOLUME 7 #27/84

OSC BULLETIN

The Ontario Securities Commission
administers the Securities Act of Ontario
(R.S.O. 1980, c. 466) and the Commodity Futures
Act of Ontario (R.S.O. 1980, c. 78).

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THE ONTARIO SECURITIES COMMISSION

OSC BULLETIN

VOLUME 7 #27/84

JULY 6, 1984

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CHAPTER 1

NOTICES/PRESS RELEASES

1.1 NOTICES

1.1.1 M. RASH & CO. LIMITED, EL AL

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466,
AND AMENDMENTS THERETO

AND

IN THE MATTER OF M. RASH & CO. LIMITED, MARK RASH,
SAM BERGER, DAVID EIGLES, LAWRENCE FREEDMAN,
IRVING KESHEN, IRVING JOHN LASKY, DAVID MALINSKY,
ALBERT ARTHUR MCAMMOND, EDWARD ALLAN MCCAFFREY,
HOWARD RASH, GEORGE TEICHMAN, JOSEPH TEPPERMAN,
AND HANOCH ULFAN

NOTICE OF HEARING
(Section 26)

TAKE NOTICE that the Ontario Securities Commission (the "Commission") will hold a hearing at its offices on the 18th floor, 20 Queen Street West, Toronto, Ontario, on Wednesday, the 29th day of August, 1984, at the hour of 10:00 o'clock in the forenoon, or so soon thereafter as the hearing can be held, to consider whether it is in the public interest to suspend, cancel, restrict or impose terms and conditions on the registrations of or reprimand M. Rash & Co. Limited, Mark Rash, Sam Berger, David Eagles, Lawrence Freedman, Irving Keshen, Irving John Lasky, David Malinsky, Albert Arthur McAmmond, Edward Allan McCaffrey, Howard Rash, George Teichman, Joseph Tepperman, and Hanoch Ulfan ("Registrants") pursuant to the provisions of section 26 of the Securities Act, R.S.O. 1980, c.466 (the "Act") as amended, by reason of the following allegations:

1. the Registrants failed to act fairly and in the best interests of their clients when conducting trades in shares of Lobo Gold and Resources Inc., Megalode Resources Inc., PetroFlo Petroleum Corporation, Solo Resources & Energy Inc., Tritex Petroleum Corporation, Millstream Mines Ltd., Concho Resources & Energy Inc., Geovex Petroleum Corp., and Flying Cross Petroleum Corp. (the "Shares") during the period September 1, 1981 to April 30, 1984;

2. the Registrants failed to deal fairly and in the best interests of their clients when they utilized the "Fortnighter", a newsletter published and disseminated by M. Rash & Co. Limited to convey certain information to their clients in a manner calculated to mislead them and to create a deceptive impression about the nature, quality, and suitability for investment of the Shares that they were recommending for purchase;
3. the Registrants failed to deal fairly and in the best interests of their clients when they did not consider the investment objectives of their clients or ignored the lack of investment knowledge, financial resources, and market experience of their clients when recommending the Shares for investment when they knew them to be speculative and high-risk in nature;
4. the Registrants, when conducting trades in the Shares, made misrepresentations amounting to untrue statements of material facts and omissions of material facts;
5. During the aforementioned time period, M. Rash & Co. Limited failed to establish procedures for dealing with its clients that conform with prudent business practice and it at no time took necessary or appropriate steps to supervise such procedures properly.

AND TAKE NOTICE that upon the failure of the Registrants, or any of them, to attend at the time and place aforesaid, the Commission may proceed in their absence and they will not be entitled to any further notice in the proceedings.

June 27th, 1984.

"Michael Melanson"

1.2 PRESS RELEASES

1.2.1 STRIP OR ZERO COUPON BONDS

June 25, 1984.

RE: ONTARIO SECURITIES COMMISSION NOTICE PUBLISHED IN THE ONTARIO SECURITIES BULLETIN, JANUARY 25, 1984

The Ontario Securities Commission today published a Notice in the Ontario Securities Commission Bulletin respecting the sale in Ontario of so called strip or zero coupon bonds.

The Commission noted that strip bonds were introduced to the Ontario markets for the first time in the summer of 1982. Sales were made principally to institutional purchasers; however, as interest in the instruments increased, efforts have been made to effect sales to a wider public including sales to individuals and to their registered retirement savings plans.

The Commission is concerned that by reason of the unfamiliarity of the public with strip bonds as an investing instrument, there is a strong possibility the investing public may confuse strip bonds with instruments with which it is familiar such as Canada Savings Bonds, guaranteed investment certificates, and Government of Canada and Province of Ontario bonds in conventional form. In particular, the marketplace may not be familiar with the applicable provisions of the Income Tax Act nor with the fact that fluctuations in prevailing interest rates have a substantially greater impact on the price of strip bonds than on the price of conventional government bonds.

In order to meet these concerns, the Commission proposes that vendors of strip bonds be obliged to deliver a Purchase Circular to a prospective purchaser of a strip bond. The Purchase Circular would be a prospectus like document which would carefully describe the nature of the strip bond, and would bring to the attention of the prospective purchaser the special attributes of the strip bond and the risks associated with the investment. The issuer of the Purchase Circular would not, however, be subject to the formal review and clearance procedures applicable to prospectuses.

The Purchase Circular would contain a contractual right permitting the purchaser to institute action against the seller for rescission or damages in the event of Purchase Circular contained a misrepresentation.

The Commission proposes that the obligation to deliver a Purchase Circular to purchasers would be applicable to sales to all purchasers including institutional and sophisticated purchasers.

The Commission also notes that strip bonds share many of the attributes of interest rate futures, and seeks the comments of interested persons if, bearing in mind the unfamiliarity of strip bonds to the investing public, it is appropriate that the instrument be sold through agents other than persons who have been registered with the Commission. Registration is granted only where an applicant has met certain minimum standards of experience and training in the securities industry, and therefore has the capacity to provide professional advice as to the suitability of an investment to a prospective purchaser.

This latter proposal, if adopted, would affect the sales of strip bonds which are presently marketed to the public by persons other than Ontario Securities

Commission registrants on the reasoning that there is no substantial difference between the sale of a Government of Canada or Ontario Bond in conventional form with coupons attached and the sale as a strip bond i.e. with the coupons detached from the residue and sold separately.

The Commission requests comments on its proposals prior to July 13, 1984.

| | | |
|------------|------------------|----------|
| Reference: | Peter Dey | 963-0211 |
| | Harry Malcolmson | 963-0221 |

CHAPTER 2

DECISIONS, ORDERS AND RULINGS

2.1 SKILL RESOURCES LTD.

IN THE MATTER OF THE SECURITIES ACT
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF SKILL RESOURCES LTD.
AND THE LIMITED PARTNERS
IN THE KILLUCAN-FOUR WAY 81-82 PROGRAM

ORDER
(Section 99(e))

UPON the application of Skill Resources Ltd. (the "Applicant") to the Ontario Securities Commission (the "Commission") pursuant to section 99(e) of the Securities Act, R.S.O. 1980, c.466 (the "Act") for an order exempting the Applicant from the requirements of Part XIX of the Act;

AND UPON it being represented to the Commission that:

1. The Applicant is a reporting issuer under the Act;
2. The Applicant is the company continuing from the amalgamation of Killucan Resources Ltd. ("Killucan") and Shelter Hydrocarbons Limited ("Shelter");
3. Killucan formed the Killucan-Four Way 81-82 Program, a limited partnership drilling fund (the "Partnership") in 1981, under the laws of the Province of Alberta, and distributed 229 units ("Units") of the Partnership to 25 limited partners, four of which reside in Ontario;
4. The Applicant as the successor of Killucan and Shelter is obligated, pursuant to the original terms of the distribution of the Units, to make an offer, prior to June 30, 1984, to exchange common shares of the Applicant for the interests of the limited partners in the Partnership (the "Offer"). The Offer is to be on the basis of cash plus common shares having an aggregate value equivalent to the amount of capital contributed by the limited partners to the Partnership. The aggregate number of common shares being issued by the Applicant to the limited partners is 800,000, approximately one-third of which will be issued to limited partners resident in Ontario.

AND UPON each limited partner in the Partnership having received with the Offer:

1. the audited financial statements of the Partnership for the year-end December 31, 1983;
2. the audited Financial Statements of the Applicant;
3. the First-Quarter Report of the Applicant;
4. the Summary of the Engineering Appraisal of the Assets of the Partnership;
5. the Annual Report of the Applicant;
6. a copy of an Information Circular dated May 7, 1984 of the Applicant, prepared for the Annual Special and General Meeting held June 7, 1984 in Calgary, Alberta.

AND UPON the Commission being satisfied that to do so would not be prejudicial to the public interest;

IT IS ORDERED THAT the transaction described in the subject application filed herewith is not subject to Part XIX of the Act, provided that:

1. the proposed transaction shall occur substantially as described in the subject application;
2. the first trade in the securities acquired pursuant to the exemptions herein contained shall be subject to the provisions of subsection 5 of section 71 of the Act; and
3. the Applicant shall cause to be delivered to the limited partners a copy of this order.

June 27th, 1984.

"Peter J. Dey"

"R. J. Kane"

2.2 PEC LTD.

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF PEC LTD.

RULING
(Section 73)

UPON the application of PEC LTD. (the "Applicant") to the Ontario Securities Commission (the "Commission") pursuant to section 73 of the Securities Act, R.S.O. 1980, c.466, (the "Act") for a ruling that proposed trades by it through certain of its named employees in units in The Toronto East (Scarborough) Hotel Development Limited Partnership (the "Securities") are not subject to section 24 of the Act;

WHEREAS an affiliate of the Applicant, Professional Economic Consultants, Inc., has made application to the Commission for registration as a Securities Dealer, which registration has not yet been issued;

WHEREAS 559704 Ontario Ltd., the General Partner of The Toronto East (Scarborough) Hotel Development Limited Partnership, is an affiliate of the Applicant;

WHEREAS Wellington Properties Ltd., the Promoter of the Securities, is an affiliate of the Applicant;

WHEREAS Agassiz Securities Canada Ltd., a registrant in Manitoba and Saskatchewan, was retained to effect sales of the Securities in Manitoba and Saskatchewan and to appoint duly registered or exempted subagents in the other jurisdictions where the Securities are being offered;

WHEREAS a preliminary prospectus has been filed in respect of the Securities (the "Offering") for which a receipt has been issued;

AND UPON the Commission, relying on the representations made in the Application dated June 21, 1984, being satisfied that so to rule would not be prejudicial to the public interest;

NOW THEREFORE it is ruled that the trades by the Applicant through its officers and employees named on Appendix I hereto in the Securities are not subject to section 24 of the Act, and that the payment of commissions by Agassiz Securities Canada Limited to the Applicant in respect of such trades shall be permitted, provided that:

1. No such trades, nor acts in furtherance thereof, shall occur until the issuance by the Commission of a final receipt for the prospectus pursuant to which the Securities are to be offered;
2. Within ten (10) days of the closing of the Offering, the Applicant shall send to each purchaser of the Securities in Ontario a confirmation substantially in the form and in the manner contemplated by section 35 of the Act;

3. All trades in the Securities in Ontario shall be effected only through those individuals designated on Appendix I hereto;
4. All trades in the Securities shall be made to existing clients of the Applicant; and
5. Within ten (10) days of the closing of the Offering, the Applicant shall deliver to the Commission in respect of those trades effected in Ontario, an affidavit sworn by one of its officers setting forth the following:
 - (a) the full name and address of each purchaser of the Securities;
 - (b) the amount or number of the Securities purchased by each, and the purchase price;
 - (c) that the trades in Ontario have only been effected through those individuals designated on Appendix I hereto;
 - (d) that all trades in the Securities have been made to existing clients of the Applicant; and
 - (e) that the confirmations referred to in paragraph 2 hereof have been sent to each purchaser of Securities in Ontario,

and a copy of each of the confirmations referred to in paragraph 2 hereof shall be appended to such affidavit as a sworn exhibit.

June 28th, 1984.

"Peter J. Dey"

"G. M. Webster"

APPENDIX "I"

Officers of PEC Ltd.
Robert Martin Levy
Frederick Minns Meredith

Employees of PEC Ltd.
Earl Crackower
John Lewis Fryer
Barry Robert McNulty
Anthony Charles Nash
John Frederick Nelles
Stanley Frank Sanderson
Alexander Matthew Taylor
Edmond Ralph Quinn
Ian Francis McLaughlin Walsh
Timothy Cairns Rogers

2.3 FMC CORPORATION

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF FMC CORPORATION

ORDER
(Section 99(e))

UPON the application of FMC Corporation ("FMC") to the Ontario Securities Commission (the "Commission") pursuant to paragraph 99(e) of the Securities Act, R.S.O. 1980, c.466 (the "Act") for an order exempting FMC from the requirements of Part XIX of the Act;

AND UPON it appearing that:

1. FMC, a Delaware corporation, is not a reporting issuer as defined in the Act;
2. FMC proposes to make an offer (the "Offer") to purchase 6,000,000 shares of its common stock, the offer to be made in accordance with the federal securities laws of the United States of America; and
3. The books of FMC indicate that 54 (less than 1%) of its shareholders holding 239,797 (less than 1%) of its shares have addresses in Ontario;

AND UPON being of the opinion that to grant this order would not be prejudicial to the public interest;

IT IS ORDERED pursuant to paragraph 99(e) of the Act that FMC is exempted from the requirements of Part XIX of the Act with respect to the Offer provided that all material in connection with the Offer sent to shareholders shown on the books of FMC as having addresses in the United States of America is filed with the Commission and sent to shareholders of FMC having addresses in Ontario.

July 3rd, 1984.

"Peter J. Dey"

"G. M. Webster"

2.4 THE FIRST TRADE IN SECURITIES ACQUIRED PURSUANT TO CERTAIN EXEMPTIONS

Headnote

Section 73 - First trade in securities of a non reporting issuer acquired pursuant to certain exemptions is not subject to section 52 of the Act notwithstanding subsection 71(5) of the Act and subsection 17(4) of the Regulation provided that residents of Ontario hold not more than 5% of the securities and number not more than 5% of the number of securityholders and the first trade is executed through the facilities of a stock exchange or market outside of Canada

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF THE FIRST TRADE IN
SECURITIES ACQUIRED PURSUANT TO CERTAIN EXEMPTIONS

RULING
(Section 73)

UPON the application of the Director of the Ontario Securities Commission (the "Commission") to the Commission for a ruling pursuant to section 73(1) of the Securities Act, R.S.O. 1980, c. 466 (the "Act");

AND WHEREAS:

1. Pursuant to subparagraph 71(1)(h)(i), paragraph 71(1)(i) and paragraph 71(1)(n) and a ruling of the Commission pursuant to section 73 of the Act dated February 24, 1984 IN THE MATTER OF TRADES BY ISSUERS IN OPTIONS TO SENIOR OFFICERS AND DIRECTORS (the "Ruling"), a trade by an issuer of securities pursuant to a rights offering, statutory amalgamation, arrangement or merger or with an employee, director or officer of the issuer or an affiliate of the issuer is not subject to section 52 of the Act;
2. Pursuant to subsection 71(5) of the Act and subsection 17(4) of the Regulation under the Act, the first trade in securities acquired under the exemptions contained in subparagraph 71(1)(h)(i) and paragraphs 71(1)(i) and 71(1)(n) of the Act is a distribution except where:
 - (a) the issuer of the securities is a reporting issuer and has been a reporting issuer for at least twelve months or, in the case of securities acquired under paragraph 71(1)(i), one of the amalgamating or merged corporations or one of the continuing corporations has been a reporting issuer for twelve months and the issuer is not in default of any requirement of this Act or the regulations;
 - (b) disclosure to the Commission has been made of its exempt trade; and
 - (c) no unusual effort is made to prepare the market or to create a demand for the securities and no extraordinary commission or consideration is paid in respect of the trade;

AND UPON being satisfied that the making of this ruling would not be prejudicial to the public interest;

IT IS RULED pursuant to subsection 73(1) of the Act that section 52 of the Act shall not apply to a trade in a security previously acquired under an exemption contained in subparagraph 71(1)(h)(i) or paragraphs 71(1)(i) or 71(1)(n) of the Act or in securities previously acquired under the Ruling provided that:

- (a) The issuer of the security or either of the amalgamating or merged corporations:
 - (i) is incorporated, organized or continued under the laws of a jurisdiction other than Canada or a province thereof;
 - (ii) is subject to the requirements of the Securities Exchange Act of 1934 of the United States of America (the "1934 Act"); and
 - (iii) is not exempt from the reporting requirements of the 1934 Act pursuant to Rule 12g 3-2 made under the 1934 Act;
- (b) At the time of the acquisition of the security that is the subject of such a first trade, residents of Ontario hold not more than 5% of the outstanding securities of the particular class, and the number of Ontario residents holding securities is not more than 5% of the total number of holders of securities of the particular class;
- (c) Such first trade is executed:
 - (i) through the facilities of a stock exchange outside of Canada, or;
 - (ii) in the over-the-counter market in the United States of America (the "U.S.A.") if securities of the class being traded are quoted on the National Association Securities Dealers' Automated System at the time of such trade;
- (d) Such first trade is made in accordance with the rules of the stock exchange or market upon which the trade is made and in accordance with all laws applicable to such stock exchange or market ; and
- (e) All disclosure material relating to the issuer furnished to securityholders resident in the U.S.A. is furnished to securityholders resident in Ontario.

June 28, 1984.

"G. M. Webster"

"A. T. Holland"

2.5 CHEROKEE RESOURCES LIMITED

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF CHEROKEE RESOURCES LIMITED

ORDER
(Section 79 (b) (iii))

UPON the application received and perfected May 22, 1984 of CHEROKEE RESOURCES LIMITED ("CHEROKEE") a company continued under the laws of Alberta, to the Ontario Securities Commission (the "Commission") for an order pursuant to sections 76 and 77 of the Securities Act, R.S.O. 1980, c.466 (the "Act") exempting CHEROKEE from complying with the requirements of Part XVII of the Act;

AND UPON being satisfied that to do so would not be prejudicial to the public interest and that in the circumstances of this particular case there is adequate justification for so doing;

IT IS ORDERED pursuant to section 79(b)(iii) of the Act that CHEROKEE be and hereby is exempted from the requirements of Part XVII of the Act provided that BONANZA RESOURCES LTD. ("BONANZA") mails to holders of securities of CHEROKEE which are convertible into or exercisable for the purchase of common shares of BONANZA the financial statements which BONANZA mails to its security holders.

July 5th, 1984.

"R. J. Kane"

"Frank Iacobucci"

CHAPTER 3

REASONS: DECISIONS, ORDERS, RULINGS (NIL)

THERE IS NO MATERIAL FOR THIS CHAPTER

IN THIS ISSUE

CHAPTER 4

CEASE TRADING ORDERS - SECTION 123

4.1 TEMPORARY CEASE TRADING ORDERS

4.1.1 FABIEN EXPLORATIONS INC.

FABIEN EXPLORATIONS INC.

Temporary cease trading order issued June 29, 1984, for failure to make statutory filings. Statutory hearing July 13, 1984, at 10:00 a.m.

4.1.2 NEVASCO CORPORATION

NEVASCO CORPORATION

Temporary cease trading order issued July 4, 1984, for failure to make statutory filings. Statutory hearing July 18, 1984, at 10:00 a.m.

4.1.3 NELMA INFORMATION INC.

NELMA INFORMATION INC.

Temporary cease trading order issued July 5, 1984, for failure to make statutory filings. Statutory hearing July 19, 1984, at 10:00 a.m.

4.2 RESCINDING ORDERS

4.2.1 CINCINNATI ENERGY CORP.

CINCINNATI ENERGY CORP.

The cease trading order dated June 20, 1984, is/was rescinded July 3, 1984, the company being now up-to-date with its filings.

4.2.2 CLIPPER APARTMENTS

CLIPPER APARTMENTS

The cease trading order dated June 18, 1984, is/was rescinded July 3, 1984, the company being now up-to-date with its filings.

4.3 EXTENDING CEASE TRADING ORDERS

4.3.1 COPPER PRINCE RESOURCES INC.

COPPER PRINCE RESOURCES INC.

The cease trading order dated June 19, 1984, is/was continued July 3, 1984, pending the company complying with Part XVII of the Securities Act.

4.3.2 LOVE

LOVE

The cease trading order dated June 20, 1984, is/was continued July 4, 1984, pending the company complying with Part XVII of the Securities Act.

4.3.3 DRATSCO INC. & ROCK & RULE

DRATSCO INC. & ROCK & RULE
(FORMERLY DRATS)

The cease trading order dated June 21, 1984, is/was continued July 5, 1984, pending the company complying with Part XVII of the Securities Act.

4.4 OUTSTANDING CEASE TRADING ORDERS

OUTSTANDING CEASE TRADING ORDERS AS AT JUNE 29, 1984

SYMBOLS:

RI REPORTING ISSUER

* COMPANIES DISSOLVED

PARTIAL ORDER

While the Ontario Securities Commission uses reasonable efforts to ensure the accuracy of this list, it disclaims any responsibilities for any damage consequent upon any inaccuracy herein.

| | | |
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| | * | 113639 CANADA INC. (7/27/77) |
| | | (formerly THE VILLAGER SHOE SHOPPES (CANADA) LTD.) |
| | # | 243978 ALBERTA INC. (4/12/81) |
| | # | 489060 ONTARIO LTD. (4/12/81) |
| | * | A. W. WHITE MICA LIMITED (12/13/76) |
| RI | | ABACUS CITIES LIMITED (5/18/79) |
| | * | ABALARD GOLD MINES LIMITED (8/16/76) |
| | * | ABERDOON MINES LIMITED (12/2/74) |
| | * | ACADIA URANIUM MINES LIMITED (9/16/74) |
| | * | ACME GAS AND OIL CO. LIMITED (9/6/77) |
| | * | ADELEMONT GOLD MINES LIMITED (9/20/76) |
| | * | ADMIRAL YELLOWKNIFE MINES LIMITED (9/20/76) |
| RI | | ADVANCE RED LAKE GOLD MINES LIMITED (10/20/77) |
| RI | | ADVOCATE MINES LIMITED (6/29/82) |
| RI | | AERO ENERGY LTD. (09/30/83) |
| | * | AJAX MINERALS LIMITED (8/4/76) |
| | * | ALCOURT MINES LIMITED (8/9/72) |
| | * | ALIT-EL MINES LIMITED (4/9/75) |
| | * | ALJO MINES LIMITED (9/27/76) |
| RI | | ALL-CAN HOLDINGS LTD. (4/11/79) |
| | * | ALLAN R. GOHEEN AND THE ALLAN R. GOHEEN |
| | | MORTGAGE FUND (2/6/81) |
| | * | ALLEGHENY MINING AND EXPLORATIONS CO. LIMITED (10/30/72) |
| | * | ALLIED TELEMEDIA LIMITED (8/30/72) |
| RI | | ALLONT LIMITED (5/31/83) |
| | * | ALMADA EXPLORATIONS LIMITED (11/8/72) |
| | * | ALWYN PORCUPINE MINES LIMITED (8/12/76) |
| RI | | AMALGAMATED BEAU BELLE MINES (9/30/76) |
| RI | | AMCAN INDUSTRIES CORPORATION (4/22/82) |
| RI | | AME LIMITED (1/20/83) |
| | * | AMEREL MINING COMPANY LIMITED (12/23/74) |
| RI | | ANATOLE RESOURCES LIMITED (7/11/79) |
| | * | ANDACOLLO MINING COMPANY LIMITED (3/1/73) |
| RI | | ANDOVER RESOURCES LTD. (10/20/83) |
| RI | | ANDOWAN MINES LIMITED (10/24/73) |
| | * | ANGLO AMERICAN NICKEL MINING CORPORATION LIMITED (12/23/74) |
| RI | | ANJAMIN MINES LIMITED (1/27/75) |
| | * | ANSON-CARTWRIGHT MINES LIMITED (9/20/76) |
| RI | | ANTARES SMALL BUSINESS DEVELOPMENT LTD. (5/6/81) |
| RI | | ANTHEX INDUSTRIES LIMITED (2/10/78) |
| | * | ANUWON URANIUM MINES LIMITED (10/12/72) |
| | | AQUABLAST INC. (5/29/74) |
| RI | | AQUACARE INTERNATIONAL LIMITED (6/7/71) |
| | * | ARCTIC YELLOWKNIFE MINES LIMITED (8/17/76) |

ARCTURUS SMALL BUSINESS DEVELOPMENT LTD. (5/6/81)
 * ARDEL EXPLORATIONS LIMITED (7/7/76)
 * ARGOSY FINANCIAL GROUP OF CANADA LIMITED (4/15/80)
 RI ARGOSY MINING CORPORATION LIMITED (6/22/84)
 * ARGYLL GOLD MINES LIMITED (10/29/73)
 * ARNO MINES LIMITED (7/3/75)
 * ARROW TUNGSTEN MINES LIMITED (9/15/72)
 ARTANIS INVESTMENT COMPANY (12/23/81)
 * ASTONISH LAKE URANIUM MINING CORPORATION LTD. (12/29/71)
 * ASTRABRUN MINES LIMITED (10/17/72)
 RI ATLANTIC GOLD MINES LIMITED (10/15/82)
 ATLANTIC TUNGSTEN CORP. LTD. (4/9/75)
 * ATLAS RAINBOW MINES LIMITED (4/2/74)
 * ATTWOOD COPPER MINES LIMITED (9/15/72)
 RI AUGUST PORCUPINE GOLD MINES LIMITED (9/6/77)
 AUROX MINES LTD. (8/3/72)
 RI AURUM GOLD MINES LIMITED (1/15/76)
 AUTOTELIC INDUSTRIES LTD. (3/2/73)
 * AVA GOLD MINING COMPANY LIMITED (10/17/72)
 * AVENUE OF AMERICA RECORDING LIMITED (5/8/74)
 RI AVOCA MINES CANADA LIMITED (10/21/77)
 * AZEN MINES LIMITED (8/30/76)
 RI AZL RESOURCES INC. (6/28/83)
 RI B.D.M. FUND LIMITED, THE (2/14/74)
 RI B.M.I. CAPITAL INC. (12/22/82)
 * BAD BOY APPLIANCES & FURNITURE LIMITED (8/26/77)
 * BALBOA MINING AND INVESTMENTS LTD. (4/9/75)
 RI BALDWIN CONSOLIDATED MINES LIMITED (9/23/76)
 * BAMBI MINES LIMITED (9/22/76)
 * BANCROFT MINES LIMITED, THE (12/23/74)
 RI BANDOLAC MINING COMPANY LIMITED (9/27/76)
 BANTAM MINING LTD (LES BANTAM MINING LTD.) (4/9/75)
 * BARGNESI MINES LIMITED (1/27/75)
 * BARRINGTON EXPLORATION CORPORATION LIMITED (1/22/73)
 * BASALT BAY MINES LIMITED (1/27/75)
 RI BASIN-JIB MINES LIMITED (12/23/74)
 RI BAYARD RESOURCES LIMITED (7/26/78)
 * BAYFOR CORPORATION INC. (4/9/75)
 * BEAVERBRIDGE MINES LIMITED (10/9/73)
 BELAIR MINES INC. (LES MINES BELAIR INC.) (4/9/75)
 * BELMINE EXPLORATION LIMITED (4/6/72)
 * BELRA EXPLORATION LIMITED (11/12/71)
 RI BELTECO KIRKLAND MINES LIMITED (8/16/79)
 * BIG HERB LAKE MINING AND EXPLORATION LIMITED (4/10/74)
 BIKO RESOURCES INC. (4/9/75)
 RI BILTMORE INDUSTRIES LIMITED (7/9/82)
 RI # BISON PETROLEUMS & MINERALS LIMITED (3/17/77)
 * BLACK CRICKET MINES LIMITED (9/15/72)
 RI BLUE BONNET OIL COMPANY LIMITED (3/1/74)
 * BLUE VISTA ENTERPRISES LIMITED (6/16/75)
 * BLUEGRASS URANIUM MINES LIMITED (2/10/75)
 * BOBBY BLOOM FURS LIMITED (4/2/74)
 * BOLIVIAN GOLD MINES LIMITED (4/30/75)
 * BOMBAY EXPLORATIONS INC. (4/11/75)
 * BONNE BAY MINES LIMITED (2/10/75)
 RI BONAVENTURE TECHNOLOGIES INC. (1/20/84)
 * BORDUN MINING CORPORATION LTD. (8/20/71)
 * BRABAR METALS AND HOLDINGS LIMITED (4/9/75)
 * BRACEMAC MINES LIMITED (8/21/75)
 * BRADEX MINES LIMITED (1/24/75)
 * BRADY CROSS LAKE SILVER MINES LIMITED (3/11/75)

RI BRENT GARDENS PARTNERSHIP (6/30/83)
 * BRETTON MINES LIMITED (4/16/73)
 * BRIARCOURT MINES LIMITED (3/29/72)
 RI * BRICANA EXPLORATIONS LIMITED (1/12/73)
 * BRIDGE HILL MINES LIMITED (2/7/73)
 * BRIGHT RED LAKE MINES LIMITED (10/15/76)
 * BRITISH COLUMBIA LEAD AND ZINC MINES LIMITED (8/23/76)
 * BRITMONT MINES LIMITED (9/15/72)
 RI BRO RESOURCES LTD. (10/3/80)
 * BROKEN HILL EXPLORATION LIMITED (12/13/72)
 BROKER INVESTMENTS (2/22/82)
 BROKER RETIREMENT FUND (2/22/82)
 * BRUCE-PRESTO MINES LIMITED (7/17/72)
 * BUDBOIS GOLD MINES LIMITED (9/16/74)
 * BUFFONTA MINES LIMITED (1/15/75)
 * BULLDOG MINES LIMITED (8/11/72)
 RI BULORA CORPORATION LIMITED (11/18/77)
 RI BURLINGTON PACKAGING LIMITED (8/1/80)
 * BURRGOLD MINES LIMITED (10/27/75)
 RI BY DESIGN (B.D.F. PRODUCTIONS INC.) (6/13/83)
 C AND M FINANCIAL CONSULTANTS LTD. (11/22/78)
 * C.G.C. MINES LIMITED (2/4/76)
 RI CABLE COPPER MINES LIMITED (7/12/82)
 * CABOL ENTERPRISES LIMITED (1/24/75)
 CADILLAC EXPLORATIONS LIMITED (3/19/84)
 RI CADIEUX MINES LIMITED (9/8/76)
 * CAESAR MINERALS LIMITED (4/9/75)
 * CAIRNGLEN EXPLORATIONS LIMITED (8/21/73)
 RI CAIRNGORM MINES LIMITED (7/19/76)
 * CALABOGIE ASBESTOS MINING COMPANY LIMITED (3/1/74)
 CALIFORNIA BUSINESS COMMUNICATIONS INC. (2/19/73)
 * CALWAY BROOK MINES INC. (4/9/75)
 * CAMBERTON IRON EXPLORATIONS LTD. (4/9/75)
 * CAMBRIDGE MINING CORP. LIMITED (3/10/75)
 * CAMDECK MINES LIMITED (3/11/75)
 RI CAN-TROPIC EXPLORATIONS LIMITED (5/4/79)
 CANA MANAGEMENT CORPORATION LIMITED (4/24/80)
 * CANAAN EXPLORERS LIMITED (4/25/75)
 RI CANADA COSTA RICA MINES LIMITED (2/12/82)
 RI CANADA GEOTHERMAL OIL LTD. (12/4/75)
 * CANADIAN CONQUEST MINES LIMITED (12/13/72)
 RI CANADIAN DATA LIMITED PARTNERSHIP (7/4/83)
 RI CANADIAN FOOD PRODUCTS LIMITED (6/24/81)
 * CANADIAN GEARY MINING CORP. LTD. (4/9/75)
 RI CANADIAN MAGNESITE MINES LIMITED (6/12/78)
 * CANADIAN MANGANESE MINING CORPORATION LIMITED (8/4/72)
 * CANADIAN NISTO MINES LIMITED (8/21/74)
 RI CANADIAN-ADDICKS MINING CORPORATION (10/9/73)
 RI CANADIAN-SIAM RESOURCES LIMITED (7/11/79)
 * CANAGAU MINES LIMITED (3/1/74)
 * CANALITE LIMITED (8/23/76)
 * CANAMISKA COPPER MINES LIMITED (10/12/72)
 * CANDY MOUNTAIN GOLD MINES LTD. (4/5/84)
 * CANEONTI MINES LIMITED (2/10/75)
 RI CANNON MINES LIMITED (7/25/83)
 * CANOL METAL MINES LIMITED (8/4/72)
 RI CANTECH RESOURCES LIMITED (7/22/75)
 CANTICA TRADING CO. (EASTERN) LTD. (23/9/81)
 CANUSA HOLDINGS LIMITED (CANADA) 10/14/71)
 RI CAPITAL INCOME FUND (10/5/79)
 RI CAPTAIN INTERNATIONAL INDUSTRIES LTD. (9/4/74)

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| | * | CARAL MINING COMPANY LIMITED (2/13/75) |
| | | CARAPACE INVESTMENTS (CAYMAN) INC. (4/8/71) |
| | * | CARAVELLE MINES LIMITED (12/6/73) |
| RI | | CARD LAKE COPPER MINES LIMITED (10/18/83) |
| | | CARLING ACCEPTANCE LIMITED (2/3/76) |
| | | CARNDLESSON MINES LIMITED (12/13/72) |
| | * | CARROL AND REED LIMITED (8/27/71) |
| RI | | CASCADE PACIFIC RESOURCES LTD. (6/22/84) |
| | * | CASEY MINES INC. (4/9/75) |
| | * | CATHROY LARDER MINES LIMITED (11/16/76) |
| RI | | CENEX LIMITED (6/27/80) |
| | | CEDAR SPRINGS FARMS LTD. (08/30/83) |
| RI | | CELINA RESOURCES INC. (6/12/84) |
| | * | CENTRAL GUIANA EXPLORATION CO. LIMITED (1/31/75) |
| RI | | CESSLAND CORPORATION LIMITED (09/16/83) |
| RI | | CHAMBERS ACCEPTANCE LIMITED (6/13/80) |
| RI | | CHAMBERS FOODS LIMITED (8/12/76) |
| | * | CHAMPLAIN FOREST PRODUCTS LIMITED (2/4/75) |
| | | CHARLOTTE MINES LIMITED (10/12/72) |
| | * | CHESTERVILLE MINES LIMITED (8/18/75) |
| RI | | CHIBEX LIMITED (6/25/75) |
| | * | CHICOB I LAKE MINES LIMITED (8/18/78) |
| | * | CHILLICOPPER CORPORATION LIMITED (3/1/74) |
| RI | | CHUKUNI GOLD MINES LIMITED (7/5/79) |
| RI | | CIRCLE OF TWO (9/10/82) |
| | * | CIRCLE YELLOWKNIFE MINES LIMITED (9/22/76) |
| | * | CITADEL MINES LIMITED (7/17/72) |
| | * | CLAIRTONE SOUND CORPORATION LIMITED (9/15/72) |
| | * | CLAW LAKE MOLYBDENUM MINES LIMITED (1/12/73) |
| | | CLERO MINES LIMITED (4/12/73) |
| | * | CLINGER GOLD MINES LIMITED (1/31/75) |
| | * | CLUCAS BOOKER GOLD MINING COMPANY LIMITED (12/15/76) |
| RI | # | COCKFIELD BROWN INC. (4/12/81) |
| RI | | COCKFIELD BROWN INC. (6/28/83) |
| RI | | COLDSTREAM MINES LTD. (12/1/76) |
| | * | COLLEEN COPPER MINES LIMITED (1/18/74) |
| | * | COLLEGE PLUMBING SUPPLIES LIMITED (7/27/76) |
| RI | | COLUMBIA METALS CORPORATION LIMITED (9/26/77) |
| | * | COLUMBIERE MINES LIMITED (2/10/75) |
| | * | COLVILLE LAKE EXPLORERS LIMITED (5/10/75) |
| RI | | COMICS (6/25/84) |
| | * | COMMERCE NICKEL MINES LIMITED (7/13/76) |
| | * | CONDOC MINES LIMITED (3/20/75) |
| | * | CONISTON EXPLORATIONS AND HOLDINGS LIMITED (1/25/77) |
| | * | CONMAR EXPLORATIONS LIMITED (5/29/74) |
| RI | | CON QUEST EXPLORATION LTD. (11/28/79) |
| | * | CONSOLIDATED BELLEKENO MINES LIMITED (9/28/72) |
| | * | CONSOLIDATED BUFFALO RED LAKE MINES LTD. (8/17/76) |
| RI | | CONSOLIDATED CANORAMA EXPLORATIONS LTD. (4/9/75) |
| RI | | CONSOLIDATED COMPUTER INC. (6/27/84) |
| RI | | CONSOLIDATED GOLDSEC EXPLORATIONS LIMITED (6/2/83) |
| | * | CONSOLIDATED HARPERS MALARTIC GOLD MINES LIMITED (10/12/72) |
| | | CONSOLIDATED MANITOBA MINES LIMITED (8/20/71) |
| | * | CONSOLIDATED NOVELL MINES LIMITED (3/19/73) |
| | * | CONSOLIDATED PROPRIETARY MINES HOLDINGS LIMITED (3/10/78) |
| | * | CONSOLIDATED RAINDOR MINES LIMITED (4/10/75) |
| | * | CONSOLIDATED RIBAGO MINES LIMITED (8/9/72) |
| | | CONSOLIDATED VIGOR MINES LIMITED (7/24/72) |
| | * | CONSUMERS EQUITY CORPORATION (3/2/78) |
| | * | CONTINENTAL POTASH CORPORATION LIMITED (1/12/73) |
| | * | COP-GOLD EXPLORERS LIMITED (11/12/71) |

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| | * | COPA PETROLEUM LIMITED (4/23/75) |
| | * | COPPER JIM MINES LIMITED (4/14/75) |
| RI | | COPPER PRINCE RESOURCES INC. (6/19/84) |
| RI | | COPPERCORP LIMITED (10/4/74) |
| | * | COPPERVILLE MINING CORPORATION LIMITED (9/18/74) |
| RI | | CORDELL GOLD MINES LIMITED (4/23/75) |
| RI | | CORPORATE MASTER LIMITED (8/16/76) |
| | * | COTLEY MINES LIMITED (3/11/75) |
| RI | | COVE URANIUM MINES LIMITED (4/1/82) |
| RI | | COWL LIMITED (3/14/73) |
| | * | CREATIVE PATENTS AND PRODUCTS LIMITED (6/20/77) |
| | | CRIMCO MINING CORPORATION LIMITED (3/7/73) |
| | * | CROWDUCK BAY MINES LIMITED (6/7/76) |
| RI | # | CROWN TRUST COMPANY (12/6/83) |
| RI | | CROWNBRIDGE INDUSTRIES INC. (3/25/83) |
| | | CROYDON ROUYN MINES LIMITED (8/9/72) |
| | * | CRUSADER MINES LIMITED (11/12/71) |
| | * | CULVER GOLD MINES LIMITED (10/18/76) |
| | * | CUMBERLAND MINING COMPANY LIMITED (3/10/75) |
| | * | D'QUINCEY EXPLORERS INC. (4/25/75) |
| RI | | DANVERS RESOURCE EXPLORATIONS LIMITED (7/7/82) |
| RI | | DAVENPORT, THE (7/4/83) |
| | * | DAYJON EXPLORATIONS AND HOLDINGS LTD. (4/9/75) |
| RI | | DEATH BITE (10/17/83) |
| | * | DECADE EXPLORATIONS LIMITED (10/27/77) |
| | * | DEER HORN MINES LIMITED (7/19/77) |
| | * | DELMICO MINES LIMITED (9/8/76) |
| RI | | DENGAS EXPLORATIONS & HOLDINGS LIMITED (5/22/84) |
| RI | | DENORE MINES LIMITED (10/30/72) |
| RI | | DEVON RESOURCES LIMITED (6/28/76) |
| RI | | DIRTY TRICKS (6/27/84) |
| RI | | DIVERSIFIED CREDIT CORPORATION LIMITED (08/17/83) |
| | * | DIXIE-CAROLINA MINING CORPORATION LIMITED (4/23/75) |
| | * | DOCANA OILS & MINES LIMITED (2/13/75) |
| | * | DODGE COPPER MINES LIMITED (8/4/72) |
| | | DOLPHIN-MILLER MINES LIMITED (7/13/78) |
| | # | DOMINION JUBILEE CORPORATION LIMITED (3/17/77) |
| RI | | DOUBLE NEGATIVE (9/10/82) |
| | * | DOUGRON GOLD MINES LIMITED (2/27/74) |
| | * | DRAKE YELLOWKNIFE GOLD MINES LIMITED (4/10/75) |
| | | DRATSCO INC. & ROCK & RULE (6/21/84) |
| RI | | DREADNOUGHT INVESTMENTS LIMITED (11/21/80) |
| | * | DROPE LAKE METALS AND HOLDINGS LTD. (4/9/75) |
| | * | DRUDE URANIUM MINES LIMITED (3/10/75) |
| RI | | DUBUISSON EXPLORATIONS LIMITED (09/23/83) |
| RI | | DUFAULT CONTACT MINES LIMITED (9/15/78) |
| | * | DUMAURIER MINES AND HOLDINGS LTD. (4/9/75) |
| | * | DUNVEGAN MINES LIMITED (10/12/72) |
| | * | E.R.I. EXPLORATIONS INC. (12/12/72) |
| | | EAST-WEST INVESTORS LTD. (2/19/73) |
| RI | | EASTVIEW MINES LIMITED (4/9/75) |
| | * | EDEN INDUSTRIES INTERNATIONAL LTD. (9/19/74) |
| RI | | EL BONANZA MINING CORPORATION LIMITED (11/10/80) |
| RI | | ELECTRO-KNIT FABRICS (CANADA) LTD. (5/10/82) |
| | * | ELK LAKE METALS AND HOLDINGS LTD. (4/9/75) |
| | * | ELMAC MALARTIC MINES LIMITED (7/7/75) |
| RI | | ELORA GOLD MINES LIMITED (7/22/80) |
| RI | | EMPRESA FLUORSPAR MINES LIMITED (6/3/83) |
| RI | # | ENERGY AND PRECIOUS METALS INC. (5/28/82) |
| RI | | ENERMET RESOURCES LIMITED (7/7/82) |
| RI | | EQUITABLE MINES LIMITED (8/22/75) |

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| | * | EROS RED LAKE MINES LIMITED (4/14/75) |
| | * | ESKIMO COPPER MINES LIMITED (2/14/73) |
| RI | | ESTEN EXPLORATIONS INC. (7/16/82) |
| RI | | ESTO MUTUAL FUND (11/20/78) |
| | * | ETHEL COPPER MINES LIMITED (3/1/73) |
| RI | | EXETER INDUSTRIAL DEVELOPMENTS LIMITED (2/21/74) |
| RI | | EXQUISITE FORM BRASSIERE (CANADA) LIMITED (6/3/83) |
| | * | FAB METAL MINES LIMITED (12/6/72) |
| RI | | FABIEN EXPLORATIONS CO. (6/29/84) |
| | * | FAIRCOFF ATHABASKA URANIUM MINES LIMITED (4/2/74) |
| | * | FAIRFAX MINES LIMITED (4/8/75) |
| | * | FALCON GOLD DEVELOPMENTS LIMITED (4/1/76) |
| | * | FALLMAC NICKEL MINES LIMITED (10/12/72) |
| | | FANEX RESOURCES LIMITED (4/9/75) |
| | * | FARMERS' GAS COMPANY LIMITED (6/28/73) |
| | | FARMEX ENTERPRISES INC. (1/9/74) |
| RI | | FELD TEMAGAMI MINES LIMITED (2/4/75) |
| | * | FERCO MINES LIMITED (4/14/75) |
| | * | FILE LAKE EXPLORATIONS LIMITED (10/12/72) |
| | * | FIN-LAN COPPER MINES LIMITED (8/20/71) |
| RI | | FINAL ASSIGNMENT (9/10/82) |
| RI | | FIRECO SALES LIMITED (5/25/81) |
| | * | FIREFLY MINING CORPORATION LIMITED (11/19/73) |
| | | FIRST C AND M REALTY CORPORATION LTD. (11/22/78) |
| | * | FIRST EASTERN GOLD DEVELOPMENT INC. (4/25/75) |
| RI | | FISHER OIL & GAS CORPORATION (4/5/83) |
| | * | FISSION MINES LIMITED (4/10/74) |
| RI | | FLAGSTAFF RESOURCE EXPLORATIONS INC. (7/13/82) |
| RI | | FLEMDON LIMITED (4/9/75) |
| RI | | FOREFRONT CONSOLIDATED EXPLORATIONS LTD. (1/13/81) |
| | * | FORTUNE YELLOWKNIFE MINES LIMITED (9/27/76) |
| | * | FOSTER LAKE MINES LIMITED (4/8/75) |
| | * | FOX LAKE MINES LIMITED (10/12/72) |
| RI | | THE FRIGHT (6/25/84) |
| | * | FROBEX LIMITED (8/5/76) |
| RI | | FRENCH ROAD EXPLORATIONS LIMITED (6/26/84) |
| | | FRONTIER ACCEPTANCE CORPORATION LIMITED (10/7/80) |
| | * | FUNDY EXPLORATION LIMITED (12/15/72) |
| | | FUSION TECHNOLOGIES LIMITED (FORMERLY RED ROCK MINES LTD) (4/16/81) |
| | | G.B. FONTAINE INTERNATIONAL MINES LIMITED (9/20/74) |
| | * | G.S. & T. EXPLORATION CO. LIMITED (4/14/75) |
| | * | GALEX MINES LIMITED (10/8/75) |
| RI | | GAMBIT CONSOLIDATED EXPLORATIONS LTD. (1/13/81) |
| | * | GAN COPPER MINES LIMITED (5/8/75) |
| | * | GANDA SILVER MINES LIMITED (4/18/73) |
| | * | GARSKIE GOLD MINES LIMITED (4/10/74) |
| RI | | GAS (6/25/84) |
| | | GASPE PARK MINES LIMITED (7/17/72) |
| | * | GAVAN MINES LIMITED (4/14/75) |
| RI | | GCL GRAPHIC COMMUNICATIONS LIMITED (8/4/77) |
| RI | | GENERAL GAS AND OIL COMPANY LIMITED (9/24/82) |
| | | GENEVA CAPITAL VENTURES INC. (4/9/75) (FORMERLY STACKPOOL ENTERPRISES LTD.) |
| RI | | GENEVA METALS INCORPORATED (4/25/77) |
| | * | GEO-PAX MINES LIMITED (9/15/72) |
| | * | GEO-SCIENTIFIC PROSPECTORS LIMITED (3/13/75) |
| RI | | GEOLEX RESOURCES LTD. (1/10/82) |
| | * | GEORGIA LAKE MINES LIMITED (2/28/73) |
| | * | GEORGIAN PEAKS RESORTS LIMITED (3/9/76) |
| RI | | GERIDO LAKE MINES LIMITED (2/13/75) |
| RI | | GERRARD REALTY INCORPORATED (8/26/80) |

* GLADE EXPLORATIONS LIMITED (5/20/75)
 RI GLENARUM MINING EXPLORATIONS LIMITED (9/26/77)
 * GLOBE EXPLORATION AND MINING COMPANY LIMITED (5/4/72)
 * GODBEAU PORCUPINE MINES LIMITED (10/15/76)
 * GOLD HAWK EXPLORATION LIMITED (10/12/72)
 GOLDALE ACCEPTANCE LIMITED (10/2/72)
 RI GOLDEN AGE MINES LIMITED (3/1/73)
 * GOLDEN ALGOMA METALS AND HOLDINGS LTD. (4/9/75)
 RI GOLDEN ARM MINES LIMITED (7/13/78)
 RI GOLDEN SATURN OIL AND GAS LIMITED (8/12/80)
 * GOLDEN SHORE MINES LIMITED (11/30/73)
 * GOLDMASTER MINES LIMITED (11/22/71)
 * GOLDRIM MINING COMPANY LIMITED (4/8/75)
 RI GOLDSTALKER RESOURCES LTD (1/25/84)
 * GOLDSTAR EXPLORATIONS AND INVESTMENTS LTD. (4/9/75)
 * GOLDYKE MINES LIMITED (10/15/74)
 RI GOVERNOR GOLD MINES LIMITED (4/9/75)
 RI GOZLAN BROTHERS LIMITED (5/19/76)
 RI GRADORE MINES LIMITED (2/13/73)
 * GRAND CANADIAN MINING CORPORATION LIMITED (10/10/72)
 * GRANDEX EXPLORATION & INVESTMENT COMPANY LIMITED (1/24/74)
 RI GRAY INDUSTRIES INC. (4/28/72)
 * GREAT BASIN METAL MINES LIMITED (1/28/72)
 * GREAT LAURIER URANIUM MINES LIMITED (1/12/72)
 * GREAT PINE MINES LIMITED (4/11/73)
 RI GREAT WEST MINING AND SMELTING CORPORATION LIMITED (1/9/74)
 * GREATER THUNDER BAY GROWTH FUND LIMITED (9/17/74)
 * GREEN POINT MINES LIMITED (9/6/74)
 RI GREENSKEEPER INC., THE (3/6/78)
 RI GREY FOX, THE (9/10/82)
 # GREYMAC CREDIT CORPORATION (1/20/83)
 GREYMAC TRUST COMPANY (12/22/82)
 * GUI-POR URANIUM MINES AND METALS LIMITED (8/25/75)
 GUISTINI STEAK HOUSE LIMITED (5/17/78)
 * GULF LEAD MINES LIMITED (8/15/74)
 * H. G. YOUNG MINES INTERNATIONAL LIMITED (1/14/74)
 * H. K. EXPLORATIONS LIMITED (3/13/75)
 * HALLNOR MINES LIMITED (11/4/74)
 * HALPORT MINES LIMITED (10/10/72)
 * HALREEN MINES LIMITED (11/13/73)
 * HAMILTON HASTINGS LIMITED (2/7/73)
 * HARDIMAN BAY MINES LIMITED (10/13/72)
 * HATHAWAY METAL MINES LIMITED (4/9/73)
 RI HEAD ON (9/10/82)
 * HEADWATER MINES LIMITED (10/13/76)
 * HEATH GOLD MINES LIMITED (10/10/72)
 * HEATHRIDGE MINES LIMITED (1/12/72)
 * HERCULES URANIUM MINES LIMITED (9/28/72)
 * HI-LITE URANIUM EXPLORATIONS LIMITED (11/16/71)
 RI HIGH-COUNTRY ENGINEERING INC. (11/3/83)
 * HIGHBANK METALS AND HOLDINGS LTD. (4/9/75)
 RI HILLTOP MINERALS LIMITED (8/6/82)
 RI HOG WILD (6/27/84)
 * HOLLINGSWORTH IRON MINES LIMITED (7/4/74)
 * HOMCO INDUSTRIES LIMITED (8/29/77)
 RI HOTSTONE MINERALS LIMITED (7/6/77)
 * HUCLIF PORCUPINE MINES LIMITED (9/17/73)
 RI HUDSON BAY MOUNTIAN SILVER MINES LTD. (4/9/75)
 HUEY'S INTERNATIONAL FRANCHISING SYSTEMS, (CANADA) INC. (11/4/80)
 HUEY'S INTERNATIONAL FRANCHISING SYSTEMS, INC. (11/4/80)
 HUMBLEFORD EXPLORATION AND INVESTMENTS LTD. (4/9/75)

* HUNCH MINES LIMITED (8/22/75)
 RI HURON BRUCE MINES LIMITED (10/17/72)
 RI H.W.I. RESOURCES INC. (6/26/84)
 HY-TOWER MINES INC. (5/16/79)
 RI HYTEC ELECTRONICS LIMITED (12/6/71)
 I.N.I. MINERAL RESOURCES LTD. (9/12/81)
 RI I.O.S. LTD. (7/2/71)
 * IDEAL BAY EXPLORATIONS LIMITED (5/8/75)
 IDEAL ENERGY COMPANY INC. (UTAH) (5/22/81)
 RI IMPERIAL GENERAL PROPERTIES LIMITED (6/27/79)
 IMPULSE MARKET FUTURES FUND (16/12/81)
 * IN-PLACE ELECTRONICS LIMITED (2/28/73)
 RI INCUBUS (9/10/82)
 RI INDIGO INTERNATIONAL AND ASSOCIATES (MAY 15/81)
 * INDUSTRIONICS (CANADA) LIMITED (2/14/80)
 RI INFINITUM GROWTH FUND INC. (4/25/83)
 INTERCONTINENTAL TECHNOLOGIES CORPORATION (4/8/83)
 RI INTER-TECH RESOURCES LTD. (8/21/75)
 * INTERNATIONAL CERAMIC MINING LIMITED (6/28/73)
 RI # INTERNATIONAL CHEMALLOY CORPORATION (1/18/82)
 RI INTERNATIONAL HALLIWELL MINES LIMITED (6/29/72)
 * INTERNATIONAL KENVILLE GOLD MINES LIMITED (5/9/74)
 RI INTERNATIONAL NORVALIE MINES LIMITED (12/7/77)
 INTERNATIONAL OBASKA MINES LIMITED (12/19/80)
 RI INTERNATIONAL PHOENIX CAPITAL CORP. (11/19/80)
 INTERNATIONAL VIDEO CASSETTE SYSTEMS INC. (4/9/75)
 * INVICTA EXPLORATIONS LIMITED (10/2/75)
 RI IRONCO MINING AND SMELTING LIMITED (6/12/75)
 RI ISEC CANADA LTD. (6/29/77)
 RI IVEY MEDICAL SYSTEMS LIMITED (2/2/78)
 * IXPACO INDUSTRIES LIMITED (11/29/73)
 RI J.D. CARRIER SHOE COMPANY LIMITED (23/4/81)
 * JACMAR EXPLORATIONS LIMITED (6/9/75)
 * JACOBUS MINING CORPORATION LIMITED (9/28/72)
 * JACOLA MINES LIMITED (9/18/72)
 * JAHALA LAKE MINES LIMITED (6/26/75)
 * JAMAICAN MINING LIMITED (7/18/75)
 RI JAMESTOWN RESOURCES INC. (6/9/83)
 * JANDON MINES LIMITED (12/29/71)
 * JANUS EXPLORATIONS LIMITED (12/15/77)
 RI JARIDGE EXPLORATIONS LIMITED (6/22/82)
 * JAYE EXPLORATIONS LIMITED (10/10/72)
 * JEAN LAKE LITHIUM MINES LIMITED (7/28/75)
 * JESPERSEN-KAY SYSTEMS LIMITED (11/13/72)
 * JILBIE MINING COMPANY LIMITED (6/6/72)
 RI JOFFRE RESOURCES LTD. (3/16/84)
 * JOGRAN MINES LIMITED (8/9/73)
 * JOLLOCO EXPLORATION LIMITED (1/21/72)
 * JOLLY JUMPER PRODUCTS OF AMERICA LIMITED (2/13/75)
 RI JOUBI MINING CORPORATION LIMITED (8/16/76)
 * JUBILANT EAGLE HOLDINGS AND EXPLORATIONS LTD. (4/9/75)
 * JUMA MINING AND EXPLORATION LIMITED (5/4/72)
 K.C.R. INVESTMENTS LTD. (5/29/81)
 * KARDAR CANADIAN OILS LIMITED (11/20/73)
 RI KARLSONS BLUEBURNER SYSTEMS LTD. (1/26/82)
 * KAYMO MINERALS LIMITED (10/10/72)
 RI KEEN INDUSTRIES LIMITED (6/26/79)
 * KEITH-DAY LIMITED (7/4/74)
 * KEITHGOLD MINES LIMITED (9/23/76)
 * KELTIC MINING CORPORATION LIMITED (3/8/76)
 * KENDON COPPER MINES LIMITED (9/28/72)

RI KENILWORTH MINES LIMITED (11/22/74)
 * KENN HOLDINGS & MINING LIMITED (6/21/71)
 KENSINGTON CO-OPERATIVE APARTMENTS LIMITED (10/14/70)
 * KENTLAKE GOLD MINES LIMITED (7/4/74)
 * KIDD COPPER MINES LIMITED (10/19/71)
 RI KILLARNEY OIL AND GAS DEVELOPMENT COMPANY LIMITED (8/17/71)
 KILLARNEY OIL AND RESOURCES LTD. (2/21/80)
 * KIMBERLITE MINING CORPORATION LIMITED (10/2/72)
 * KING ISLAND MINES LIMITED (2/28/73)
 RI KING KIRKLAND GOLD MINES LIMITED (4/25/77)
 RI KINGBRIDGE MINES LIMITED (7/4/74)
 * KINGDOM MINERALS LIMITED (4/25/75)
 RI KLONDIKE FEVER (9/10/82)
 KLONDIKE YUKON MINING COMPANY (8/14/69)
 * KREFELD GRAPHITE FOLD MINES LIMITED (7/30/75)
 RI KRISTIANSSEN CYCLE ENGINES LTD. (2/20/83)
 KUKATUSH MINING CORPORATION (1960) LTD. (4/29/75)
 LA COMPAGNIE MINIERE DE L'UNGAVA LIMITEE (12/6/71)
 RI LA-CHIB MINES LIMITED (8/13/81)
 * LAKE BEAVERHOUSE MINES LIMITED (4/9/75)
 * LAKE GEORGE MINES LIMITED (8/29/73)
 * LAKE KOZAK MINES LIMITED (1/21/72)
 * LAKE-OSU MINES LIMITED (8/16/76)
 RI LAKEX MINES LTD. (6/11/80)
 * LANGLEY'S LIMITED (10/18/73)
 * LANSDOWNE EXPLORATIONS LIMITED (4/9/75)
 * LAROMA MIDLOTHIAN MINES LIMITED (9/3/76)
 RI LAWRENCE SQUARE LIMITED (9/27/82)
 * LEBON GOLD MINES LIMITED (8/3/73)
 * LECOPA MINES LIMITED (7/15/74)
 * LEESA METALS AND HOLDINGS LIMITED (4/9/75)
 * LENMAC MINES LIMITED (9/28/72)
 * LEVACK MINES LIMITED (7/12/77)
 * LIDO METALS AND HOLDINGS LIMITED (4/9/75)
 * LIFE INVESTORS INTERNATIONAL LIMITED (3/1/74)
 RI LINGSIDE COPPER MINING COMPANY LIMITED (3/25/81)
 * LINLAND EQUIPMENT SALES LIMITED (8/19/75)
 * LITTLE HATCHET MINERALS LIMITED (9/28/72)
 * LODGE METALS AND HOLDINGS LIMITED (4/9/75)
 LONDON COMMODITY OPTIONS (3/22/77)
 RI LONMED HOLDINGS LTD (5/6/81)
 RI LORD'S CHEMISTS LIMITED (4/11/74)
 RI LORNCO EXPLORATIONS LIMITED (8/18/78)
 RI LOST RIVER MINING CORPORATION (6/17/80)
 LOUISBURG PROPERTY HOLDINGS LIMITED (6/7/84)
 LOVE (6/29/84)
 RI LUMSDEN BUILDING CORPORATION INC., THE (7/22/80)
 * LYNBAR MINING CORPORATION LIMITED (3/1/74)
 * LYNX YELLOWKNIFE GOLD MINES LIMITED (11/21/72)
 * MACKBUCK RED LAKE GOLD MINES LIMITED (2/11/74)
 RI MAGIC SHOW, THE (10/17/83)
 RI MAGISTER MINING CORPORATION LIMITED (3/1/74)
 * MAGNA CARTA FUND LIMITED (9/18/72)
 * MAGOMA MINES LIMITED (10/10/72)
 RI MAISLIN INDUSTRIES LTD. (10/17/83)
 # MALARTIC HYGRADE GOLD MINES (CANADA) LIMITED (1/6/77)
 * MANATAW GOLD MINES LIMITED (7/11/73)
 RI MANBAR EXPLORATIONS LIMITED (8/10/78)
 RI MANDARIN MINES LIMITED (7/14/82)
 * MAPLE FILM CORPORATION LIMITED (8/8/74)
 RI MARACAMBEAU MINES LIMITED (9/2/77)

RI MARALGO MINES LIMITED (11/16/76)
RI MARCHE UNION INC. (2/13/75)
* MARIA MINING CORPORATION LIMITED (11/21/73)
RI MARICANA ENTERPRISES LIMITED (12/6/71)
* MARTIN-BIRD GOLD MINES LIMITED (3/22/73)
* MARVEL MINERALS LIMITED (10/10/72)
* MASTER METALS CORPORATION (MINING) LIMITED (8/29/75)
* MATADOR MINES LIMITED (4/9/75)
* MAXIMUM ACCEPTANCE CORPORATION LIMITED (5/29/74)

* MAYCOR MINES LIMITED (1/9/74)
 RI MAYDAY MINES LIMITED (10/5/79)
 RI MAYFAIR RESOURCES AND DEVELOPMENTS LIMITED (1/28/82)
 RI MAYLAC GOLD MINES LIMITED (4/17/84)
 * MCCAFFERTY LAKE EXPLORATIONS INC. (8/25/81)
 MCLEAN FUTURES FUND II (11/25/80)
 * MCMARMAC RED LAKE GOLD MINES LIMITED (4/15/77)
 RI MEDLON SMALL BUSINESS DEVELOPMENT LTD. (5/6/81)
 MEGACARD TECHNOLOGIES INC. (11/17/83)
 RI MELCHERS DISTILLERIES LTD. (3/14/77)
 * MELVILLE INDUSTRIES AND HOLDINGS LIMITED (7/29/77)
 RI MERCANTILE GUARDIAN GROUP LTD. (4/9/75)
 METAFUSE LIMITED # (1/7/82)
 * METALHAWK MINING LIMITED (4/9/75)
 RI MID-NORTH ACCEPTANCE LIMITED (7/13/76)
 * MID-NORTHERN EXPLORATION LIMITED (11/3/72)
 * MID-PATAPEDIA MINES LIMITED (3/6/78)
 RI MIDPINES EXPLORATION INC. (9/27/82)
 * MIJA MINES LIMITED (6/27/77)
 RI MILGER INVESTMENT & DEVELOPMENT CORPORATION LIMITED (4/18/80)
 RI MILL CREEK EXPLORATION LIMITED (5/5/80)
 * MILL HILL LIMITED (7/22/75)
 * MILL ROCK MINES LIMITED (1/14/74)
 * MILLBANK MINERALS LIMITED (12/6/71)
 * MILLERFIELDS SILVER CORPORATION LIMITED (10/10/72)
 * MILLMORE PRODUCTS LIMITED (2/4/72)
 * MILMAR-ISLAND METALS AND HOLDINGS LTD. (4/9/75)
 MILTON GROUP LTD. (4/9/75)
 RI MINDAMAR ENERGY RESOURCES LIMITED (7/9/82)
 # MINEFINDERS CORPORATION LIMITED (7/14/77) FORMERLY TWENTIETH
 CENTURY EXPLORATIONS INC.)
 * MINNITAKI IRON RANGE LIMITED (11/6/74)
 * MINTO HILL MINES LIMITED (4/9/75)
 * MIRO MINES LIMITED (10/22/73)
 RI MISDEAL (9/10/82)
 * MOBIKO MINES LIMITED (10/17/74)
 * MOBILEX DEVELOPMENT CORPORATION LIMITED (11/16/76)
 MOCCO INDUSTRIES LIMITED (1/14/82)
 RI MODERN OVA TRENDS LIMITED (6/3/80)
 * MOGAR MINES LIMITED (12/6/71)
 RI MOHAWK INDUSTRIES LIMITED (1/11/78)
 * MONARCH GOLD MINES LIMITED (9/28/72)
 RI MONARCH WEAR LTD. (24/8/81)
 MONEX INTERNATIONAL, LTD. (10/11/74)
 RI MONPRE IRON MINES LIMITED (9/30/77)
 * MONTEGO MINES LIMITED (2/4/72)
 RI MONTEREY PETROLEUM CORPORATION (1971) LTD. (6/19/78)
 RI MORELAND-LATCHFORD PRODUCTIONS LIMITED (2/15/78)
 RI MOSPORT FILMS PRODUCTIONS (1978) (7/14/82)
 RI MOTHER LODE (10/6/82)
 RI MOUNTAINVIEW EXPLORATION INC. (6/24/81)
 (FORMERLY SUPERIOR COPPER MINES LIMITED)
 M. S. M. MARKETING LTD. (11/4/83)
 RI MR. PATMAN (9/10/82)
 RI MULTI-MINERALS LIMITED (10/3/80)
 RI MUNTZ CANADA LIMITED (8/4/77)
 * MURMAC LAKE ATHABASKA MINES LIMITED (8/21/74)
 * NEALON MINES LIMITED (3/1/74)
 RI NEVER TRUST AN HONEST THIEF (10/17/83)
 * NEW AMBASSADOR DEVELOPMENTS LTD. (4/9/75)
 RI NEW CAYZOR ATHABASCA MINES LIMITED (1/10/82)

NEW CREST DEVELOPMENTS LIMITED (7/22/82)
 RI NEW FAR NORTH EXPLORATION LIMITED (8/1/72)
 * NEW FEDERAL CHIBOUGAMAU MINES LIMITED (5/20/75)
 RI NEW FORCE CRAG MINES LIMITED (1/16/80)
 * NEW HOPE PORCUPINE GOLD MINES LIMITED (5/2/75)
 * NEW HOSCO MINES LIMITED (3/1/77)
 * NEW JASON MINES LIMITED (8/4/72)
 * NEW NORQUE MINES LIMITED (10/30/72)
 * NEW PICTON URANIUM MINES LIMITED (5/17/73)
 * NEW POTTERDOAL MINES LIMITED (5/25/73)
 RI NEW REALM RESOURCES INC. (3/20/84)
 RI NEW REDWOOD GOLD MINES LIMITED (8/10/82)
 RI NEW ROUYN EXPLORATION COMPANY LIMITED (7/15/74)
 RI NEW UNISPHERE RESOURCES LTD. (11/8/77)
 * NEW UNITED SALT MINES LIMITED (1/22/73)
 RI NEW YARANDRY LIMITED (6/6/79)
 RI NEWCREST DEVELOPMENTS LIMITED (7/22/82)
 * NEWORE DEVELOPMENTS LIMITED (11/9/76)
 * NICOHAL MINES LIMITED (4/30/73)
 * NIGHTLEN MINES LIMITED (8/1/72)
 RI NOR-WEST KIM RESOURCES LTD. (12/14/71)
 * NORDIC INDUSTRIES LIMITED (9/6/74)
 RI NORDORE MINING CO. LTD. (10/21/77)
 * NORMALLOY EXPLORATIONS AND HOLDINGS LTD. (4/9/75)
 RI NORMAN MINES LTD. (12/3/82)
 * NORPAX NICKEL MINES LIMITED (10/29/73)
 * NORTH AMERICAN COMBUSTION TECHNOLOGY CORPORATION (5/19/83)
 * NORTH BRIAR MINES LIMITED (1/28/72)
 RI NORTH POINT EXPLORATIONS LIMITED (4/9/75)
 * NORTH ROCK EXPLORATIONS LIMITED (6/16/77)
 RI NORTHERN ATLAS EXPLORERS LIMITED (9/17/74)
 * NORTHGLEN PETROLEUMS LIMITED (5/18/76)
 RI NORTHIM MINES INC. (7/17/79)
 * NORTHMOUNT MINING CORPORATION LIMITED (9/18/72)
 * NORTHOLT MINING CORPORATION LIMITED (12/6/71)
 * NRG RESOURCES INC. (12/1/76)
 RI NUTAAQ R & D INVESTMENTS LIMITED PARTNERSHIP (12/6/83)
 RI NUTAAQ SOFTWARE INC. (12/6/83)
 RI ODYSSEY INDUSTRIES INCORPORATED (7/27/83)
 RI ONTARIO TEACHERS MORTGAGE FUND (12/5/79)
 * ORVALLEY GOLD MINES LIMITED (11/22/74)
 RI OSF INDUSTRIES LIMITED (5/19/77)
 * OSSINGTON METALS AND HOLDINGS LTD. (4/9/75)
 RI P.E.P. PROFESSIONAL AND ENGINEERED PATENTS LTD. (3/2/73)
 * PANACEA MINING & EXPLORATION LIMITED (8/12/71)
 RI PAN CENTRAL EXPLORATIONS LIMITED (08/30/83)
 * PARAMAQUE MINES LIMITED (1/6/72)
 * PARK PRECIOUS METALS INCORPORATED (10/22/75)
 * PARKDALE METALS AND HOLDINGS LTD. (4/9/75)
 RI PARKVIEW LODGE APARTMENTS LIMITED (3/13/79)
 * PARLIAMENT MINES LIMITED (2/28/73)
 * PARR MINES LIMITED (7/23/76)
 * PARTRIDGE RIVER MINES LIMITED (1/6/72)
 * PASCAR DEVELOPMENT CORPORATION LIMITED (6/10/71)
 RI PASSPORT AIRWAYS INC. (11/17/83)
 RI PATRICIA SILVER MINES LIMITED (9/8/77)
 * PAUDASH MINES LIMITED (10/3/72)
 * PAULPIC GOLD MINES LIMITED (7/26/74)
 RI PEDLAR INDUSTRIAL INC. (1/8/82)
 RI PENROSE GOLD MINES LIMITED (11/26/75)
 RI PENYORK ENERGY RESOURCE INC. (8/4/83)

RI PERE MARQUETTE PETROLEUMS LIMITED (1/24/74)
 RI PERMANENT ACCEPTANCE CORPORATION LIMITED (6/19/75)
 PETROCO OF TEXAS INC. (6/25/84)
 RI # PETROL OIL AND GAS LIMITED, THE (11/2/81)
 RI PEYTO OILS LTD. (6/15/81)
 RI PHOBIA (10/17/83)
 * PICKERING METALS MINES LIMITED (8/1/72)
 RI PICKTEX MINING AND INVESTMENTS LIMITED (5/25/73)
 RI PLUMBING MARTS OF AMERICA, INC. (6/28/82)
 * PLYDOM CORPORATION LIMITED (3/5/74)
 RI POLCON CORPORATION (4/19/83)
 * POLYPUMP LIMITED (10/30/78)
 * PONTIFF MINING LIMITED (8/21/74)
 RI POP SHOPPES INTERNATIONAL INC. (6/21/83)
 * PORCUPINE GOLDTOP MINES LIMITED (1/10/77)
 RI POWER EXPLORATIONS AND HOLDINGS LIMITED (7/11/78)
 * PRIMROCK MINING AND EXPLORATION LIMITED (2/11/72)
 RI PRIZE PUZZLE INC. (4/11/84)
 * PRO AIR SYSTEMS (1972) INC. (2/22/78)
 * PROCESS MINERALS LIMITED (10/29/76)
 RI PROPER CHANNELS (9/10/82)
 RI PROTEA DEVELOPMENTS LIMITED (4/9/75)
 * PROUDEARTH EXPLORATIONS INC. (4/25/75)
 RI PUNTERS GOLD EXPLORATIONS INCORPORATED (1/12/83)
 RI PYTHON RESOURCES AND INVESTMENT CORPORATION (6/25/84)
 RI Q.M.G. HOLDINGS INC. (8/3/83)
 RI QUADRANT FILM INVESTORS 1978 A (9/30/82)
 * QUADRATE EXPLORATIONS LIMITED (10/17/74)
 * QUINCY CREEK MINES LIMITED (9/27/74)
 * RADEX MINERALS LIMITED (9/4/74)
 RI RADIO ENGINEERING PRODUCTS LIMITED (3/9/76)
 * RADIO HILL MINES COMPANY LIMITED (9/18/72)
 * RAGGED CHUTE SILVER MINES LIMITED (8/20/71)
 * RAINY LAKE MINING, LIMITED (6/12/75)
 RI RAMARDO MINES LIMITED (7/29/77)
 * RAMBLER EXPLORATION COMPANY LIMITED (5/28/74)
 * RANCHERIA MINING COMPANY LIMITED (6/27/72)
 RI RAND REEF MINES LIMITED (11/14/78)
 * RAYVILLE MATHESON ASBESTOS LIMITED (6/4/75)
 REAL ESTATE OFFICE C.I.O.P LTD. (09/06/83)
 RE-MOR INVESTMENT MANAGEMENT LIMITED (4/24/80)
 REDCOAT MINES LIMITED (4/9/75)
 * REDWOLF GOLD MINES LIMITED (9/23/76)
 * REETA EXPLORATIONS LIMITED (1/30/74)
 * REFORD MINES LIMITED (5/26/75)
 RI REMBRANDT GOLD MINES LIMITED (6/25/84)
 RI RENGOLD MINES LIMITED (2/18/76)
 * REVERE MINING CORPORATION LIMITED (1/24/73)
 RI RESOLUTE PETROLEUMS LIMITED (09/19/83)
 * REXDALE MINES LIMITED (9/18/72)
 R. F. OIL INDUSTRIES LTD. (11/21/83)
 RI RHYOLITE ROUYN MINES LIMITED (10/26/76)
 RIAL FINANCIAL CORPORATION (4/9/75)
 * RICBAN MINES LIMITED (3/9/76)
 RICH-TOP MILLING INC. (5/16/79)
 * RICHGLEN MINES LIMITED (4/30/74)
 RI RICKABY MINES LIMITED (6/9/82)
 RI RIDEAU HEIGHTS APARTMENT TRUST (6/30/83)
 RI RIDLEY URANIUM MINES (CANADA) LIMITED (5/18/76)
 * ROCKY PETROLEUMS LIMITED (8/13/73)
 * ROCKZONE MINES LIMITED (10/18/76)

* RODNEY GOLD MINES LIMITED (8/8/75)
 * ROLARTIC MINES LIMITED (4/9/75)
 * ROLLEX MINES LIMITED (6/4/75)
 RI ROMA LAKE GOLD MINES LIMITED (9/23/76)
 * ROMANET LAKE MINES LIMITED (5/26/75)
 * ROMEX MINES AND EXPLORATIONS LIMITED (1/5/76)
 RI ROMFIELD BUILDING CORPORATION LIMITED (6/24/83)
 * RONDA COPPER MINES LIMITED (9/1/77)
 RI ROYAL MINING CORPORATION (12/23/74)
 * RUTTAN LAKE EXPLORATIONS LTD. (4/9/75)
 * RYANOR MINING COMPANY LIMITED (8/16/79)
 RI S.M.A. (SOCIETE DE MATHEMATIQUES APPLIQUEES) INC. (10/27/80)
 * SAKFIELD MINES AND INVESTMENTS LIMITED (5/26/75)
 SAMBOF INVESTMENTS LIMITED (12/23/81)
 SANDY'S (7/15/74)
 SANDY'S BREEDERS LTD. (7/15/74)
 SANDY'S COOPERATIVE ASSOCIATION (7/15/74)
 RI SANTACK MINES LIMITED (6/3/71)
 RI SAPAWE GOLD MINES LIMITED (8/11/72)
 * SARIMCO MINES LIMITED (8/11/72)
 RI SASKATOON SQUARE LIMITED PARTNERSHIP (6/30/83)
 * SASKOBA MINES INC. (5/27/74)
 * SATINCO MINING CORPORATION (1/24/75)
 RI SCANNERS (6/27/84)
 RI SCARBORO ARENA GARDENS LIMITED (10/13/83)
 RI SCARBORO PRODUCERS MARKET LIMITED (6/23/72)
 * SCIMINEX LIMITED (8/15/74)
 * SCOTIA MINES LIMITED (12/15/72)
 RI SCOTT-LASALLE LTEE (8/14/80)
 * SCU INDUSTRIES LIMITED (1/10/77)
 * SEAWAY BASE METALS LIMITED (5/25/84)
 * SENTRY PETROLEUMS LIMITED (4/10/74)
 * SEPTEMBER MT. COPPTER MINES LIMITED (12/15/71)
 RI SEVEN ARTS FUND 1980 (9/10/82)
 * SHADRACK MINING LIMITED (4/25/75)
 RI SHAPE OF THINGS TO COME", "THE (2/12/82)
 * SHAWMIN CONSOLIDATED LTD. (9/23/77)
 * SHAYNEE CONSOLIDATED METALS AND HOLDINGS LIMITED (4/9/75)
 * SHEBA MINES LIMITED (9/4/74)
 * SHEFFIELD IRON MINES LIMITED (6/25/75)
 * SHEROOMAC MINING CORPORATION LIMITED (2/19/76)
 * SHEWAN COPPER MINING CORPORATION LIMITED (8/11/72)
 # SIGNUM COMMUNICATIONS INC. (4/12/81)
 RI SILVER BAR MINES LIMITED (12/13/76)
 * SILVER HOARD MINES LIMITED (4/30/74)
 * SILVER LAKE MINES LIMITED (4/10/74)
 * SILVER ORE ZONE MINES LIMITED (5/26/75)
 RI SILVER PACK RESOURCES LIMITED (6/24/83)
 * SILVER SHIELD MINES INC. (11/6/72)
 * SILVER TOWER MINES LIMITED (3/13/73)
 * SILVER-MEN MINES LIMITED (2/22/74)
 * SIRMAC MINES LIMITED (10/30/72)
 RI # SKLAR MANUFACTURING LIMITED (6/29/82)
 * SMITH COBALT MINES LIMITED (7/24/73)
 SOGEVEX INC. (2/20/81)
 * SOLAR EXPLORATION LIMITED (2/13/73)
 RI SOLEX OIL SANDS CORPORATION (6/28/82)
 * SOLID SILVER METALS AND HOLDINGS LIMITED (4/9/75)
 * SOLOMON'S PILLARS MINES LIMITED (12/15/71)
 * SOUTH EASTERN GAS AND OIL COMPANY LIMITED (1/25/77)
 * SOUTH SEAS MINING LIMITED (10/29/73)

RI SOUTH SHORE GOLD MINES LIMITED (7/11/78)
 RI SOUTHLAND TOWER I LIMITED PARTNERSHIP (7/4/83)
 * SOUTHMARK PETROLEUMS LIMITED (5/27/74)
 * SPACE-PAK INTERNATIONAL LIMITED (12/6/71)
 RI SPANEX RESOURCES LIMITED (4/6/81)
 * SPANISH RIVER MINES LIMITED (12/15/71)
 * SPORRAN MINES LIMITED (10/3/72)
 RI SPRING CHEMICALS LIMITED (6/11/79)
 RI SPRINGLAKE RESOURCES LTD. (12/2/83)
 * SQUALL LAKE GOLD MINES LTD. (8/25/81)
 ST. ANTHONY REALTY COMPANY LIMITED (10/25/74)
 ST. MARY'S EXPLORATIONS LIMITED (6/11/80)
 * STACKPOOL MINING AND HOLDING CORPORATION LIMITED (1/24/73)
 STANLEY CASSIUS SANDERSON (7/15/74)
 RI STEADMAN OCEANOGRAPHIC TECHNOLOGY&GROWTH FUND (10/12/83)
 RI * STEREOSCOPICS INC. (5/13/81)
 * STORMY MINES LIMITED (9/18/72)
 RI STUMP MINES LIMITED (11/8/77)
 * STURDY MINES LIMITED (6/16/77)
 * SUBEO LIMITED (9/4/74)
 SUDBURY ANGORA CO-OPERATIVE INC. (12/6/79)
 * SUDNOR MINING COMPANY LIMITED (8/8/75)
 * SUN BEAR MINES LIMITED (9/19/74)
 * SUPERIOR ACID AND CHEMICAL LIMITED (9/6/74)
 RI SUPERIOR ELECTRONICS INDUSTRIES LTD. (10/5/79)
 * SUPERSTAR PETROLEUMS LTD. (10/15/74)
 * SURGE MINES LIMITED (4/25/75)
 * SWEEPCO INDUSTRIES INC. (11/30/77)
 RI SYCON ENERGY CORPORATION (1/28/82)
 RI SYMBIONICS SYSTEMS LIMITED (12/6/71)
 * SYSTEMS AIR CORPORATION LIMITED (8/29/73)
 * TABOR LAKE GOLD MINES LIMITED (6/12/75)
 * TARTAN LAKE GOLD MINES LIMITED (8/30/76)
 RI TEAM ENERGY AND MINERALS INC. (6/24/83)
 TECHNICAL RESOURCES INC. (6/7/74)
 RI TECHNISCAN SYSTEMS LIMITED (1/10/77)
 * TECO MINES AND OILS LIMITED (12/20/74)
 RI TEDDY BEAR VALLEY MINES LIMITED (12/15/76)
 * TERN LAKE MINES LIMITED (8/9/72)
 * TERRA RICHE MINES LIMITED (11/22/71)
 * TERREX MINING COMPANY LIMITED (2/11/74)
 RI TEXORE MINES LIMITED (6/2/77)
 RI THRESHOLD (PASSAGE FILMS INC., PARAGON MOTION
 PICTURES INC.) (6/13/83)
 * TIPUANI GOLD MINES LIMITED (1/27/75)
 RI TITAN IRON MINES LIMITED (12/13/76)
 * TITUS MINING AND EXPLORATIONS LIMITED (8/15/74)
 RI TOMROSE MINES LIMITED (7/6/77)
 TONKA RESOURCES INC. (6/25/84)
 RI TORMONT MINES LIMITED (8/9/72)
 TORRINGTON DISTRIBUTORS INC. (2/12/82)
 * TRANS-AMERICAN MINING CORPORATION LIMITED (10/26/76)
 TRANSACTOR CORPORATION (16/12/81)
 * TRANSCONA EXPLORATIONS LIMITED (8/1/72)
 * TRANSGLOBAL FINANCIAL SERVICES LIMITED (7/12/73)
 RI * TRAVCOM INC. (5/8/78)
 * TRENTON GAS AND OIL LIMITED (1/5/76)
 * TRESIDOR LARDER MINES LIMITED (12/17/74)
 RI TRIHOPE RESOURCES LIMITED (6/5/72)
 * TRILLER METALS AND HOLDINGS LIMITED (4/9/75)
 * TRIMAR HOLDINGS AND EXPLORATIONS LTD., THE (4/9/75)

RI TRINITY MINES (11/18/83)
 # TWENTIETH CENTURY EXPLORATIONS INC. (7/14/77) (NOW MINEFINDERS CORPORATION LIMITED)
 RI UNICOL COLLECTION AGENCIES LIMITED (7/21/83)
 UNI-QUATRO TECHNOLOGIES LTD. (11/9/82)
 * UNITED AUTOMATIC VENDING LIMITED (3/1/74)
 RI UNITED COBALT MINES LIMITED (10/19/83)
 RI UNITED DUVEX OILS AND MINES LIMITED (7/12/78)
 RI # UNIVERSAL EXPLORATIONS (81) LIMITED (11/2/81)
 RI UNIVERSAL FUELS COMPANY (11/9/83)
 RI UNIVERSAL SECTIONS LIMITED (9/1/81)
 UPPER CANADA INVESTMENTS LIMITED (10/30/75)
 * URANIUM RIDGE MINES LIMITED (7/23/76)
 RI UTAH LARDER GOLD MINES LIMITED (7/16/74)
 * UTOPIA MINING AND HOLDING CORPORATION LTD. (4/9/75)
 RI VAL NOR EXPLORATION LIMITED (11/14/78)
 RI VALLEE LITHIUM MINING CORPORATION LIMITED (1/5/76)
 * VALRAY EXPLORATIONS LIMITED (4/10/75)
 * VANDOO CONSOLIDATED EXPLORATIONS LIMITED (8/29/75)
 * VANESSA URANIUM MINES LIMITED (4/9/75)
 RI VANGUARD FUND (10/4/79)
 * VENCAP INVESTMENTS LIMITED (11/6/75)
 RI VENUS MINES LTD. (5/26/72)
 * VERMONT MINES LIMITED (1/15/76)
 * VIANOR MALARTIC MINES LIMITED (8/23/76)
 * VICTORIA ALGOMA MINERALS COMPANY LIMITED (3/29/72)
 RI VICTORIA MANOR LIMITED (2/19/76)
 RI VIDEO INDUSTRIES INC. (1/14/83)
 RI VIDEO SCIENCE TECHNOLOGY LTD. (10/26/83)
 * VILLAGER SHOE SHOPPES (CANADA) LTD., THE (7/27/77)
 (PRESENTLY - 113639 CANADA INC.)
 RI VILLE MARIE EXPLORATION LIMITED (10/27/80)
 * VILLEMAQUE GOLD MINES LIMITED (12/9/75)
 * VIMY GOLD MINES LIMITED (9/23/74)
 * VISCOUNT PETROLEUMS LIMITED (5/27/74)
 * VOLCANIC MINES LIMITED (2/13/73)
 W. J. BUTTERMAN AND ASSOCIATES; W. J. BUTTERMAN (3/24/82)
 W. J. PELLIZZON INVESTMENTS INC. (5/12/81)
 * WAKEHAM BAY MINES LIMITED (9/20/76)
 RI WARDEAN DRILLING CO. LIMITED (8/26/80)
 RI WARWICK UNIVERSAL LIMITED (6/12/78)
 RI WAYFAIR EXPLORATIONS LIMITED (12/8/77)
 * WEE-GEE URANIUM MINES LTD. (12/6/71)
 RI WERNER LAKE NICKEL MINES LIMITED (10/3/72)
 * WESLEY MINES LIMITED (10/10/72)
 WESTERN ALLENBEE OIL & GAS COMPANY LIMITED (6/29/78)
 WESTERN ONTARIO CREDIT CORPORATION LIMITED (5/14/74)
 WESTERN PACIFIC GOLD AND SILVER EXCHANGE (12/17/74)
 * WESTERN TIN MINES LIMITED (10/3/72)
 * WESTWIND EXPLORATIONS LIMITED (3/8/76)
 * WHITE BRIDGE MINES LIMITED (2/11/72)
 RI WHITE-GUAYATT MINING COMPANY LTD. (2/19/76)
 WHITEROCK INDUSTRIES LIMITED (4/12/78)
 RI WHISHIRE OIL COMPANY OF TEXAS (10/20/77)
 * WILSON RED LAKE GOLD MINES LIMITED (8/4/72)
 * WINCHESTER EXPLORATION LIMITED (1/27/76)
 RI WINDSOR COURT INVESTMENTS (6/27/80)
 RI WINWEST OIL & MINING LIMITED (1/9/83)
 RI WOODVILLE MINES LIMITED (1/18/79)
 XANTREX MANAGEMENT CORPORATION (12/24/74)
 * YELLOWKNIFE BASE METALS LIMITED (8/1/72)

| | | |
|----|---|--|
| RI | | YORK LAMBTON INC. (1/2/82) |
| RI | | YORK MASONIC TEMPLE LIMITED (6/28/82) |
| RI | | YOUNG-SHANNON GOLD MINES LIMITED (7/18/77) |
| | | YUKON WOLVERINE MINING COMPANY (8/14/69) |
| RI | * | ZULAPA MINING CORPORATION LIMITED (3/9/76) |
| | * | ZURICH EXPLORATIONS LIMITED (4/9/75) |

CHAPTER 5
POLICIES (NIL)

THERE IS NO MATERIAL FOR THIS CHAPTER
IN THIS ISSUE

CHAPTER 6
REQUESTS FOR COMMENTS (NIL)

THERE IS NO MATERIAL FOR THIS CHAPTER
IN THIS ISSUE

CHAPTER 7
INSIDER TRADING REPORTS

EXPLANATORY NOTES

Information contained in this section has been summarized from insider reports filed with the Commission.

The name of the issuer is followed by a brief description of the class of security, the name of the person or company reporting and his or its relationship to the issuer. If a person has an indirect interest in the securities reported, e.g., through holding companies, affiliate companies, partnerships, trusts or other entities, this is shown. Symbols are used in the column "Transaction and Ownership Symbol" to indicate the nature of ownership i.e., direct or indirect. Similarly, the character of transactions is indicated provided the transactions are other than a purchase or sale. (See guide to symbols below):

GUIDE TO SYMBOLS

| RELATIONSHIP | (appearing after the name reported) |
|--------------|---|
| "B" | - Beneficial Owner (direct or indirect) of equity shares of a reporting issuer carrying more than 10% of the voting rights attached to all equity shares of the reporting issuer outstanding. |
| "D" | - Director of principal reporting issuer. |
| "DI" | - Director of an issuer or a reporting issuer which is an insider or subsidiary of the principal reporting issuer. |
| "K" | - Exercises control or direction (direct or indirect) of equity shares of a reporting issuer carrying more than 10% of the voting rights attached to all equity shares of the reporting issuer. |
| "S" | - Senior Officer of principal reporting issuer. |
| "SI" | - Senior Officer of an issuer or a reporting issuer which is an insider or subsidiary of the principal reporting issuer. |

NATURE OF OWNERSHIP

- No Symbol - Securities are beneficially owned directly.
- Symbol #1 - The reporting person or company beneficially owns and/or has control or direction over securities which are held by a company, associate, partnership, trust or other entity.

CHARACTER OF TRANSACTION

- | | | | |
|------------|----------------------------|-----|------------------------------|
| No Symbol- | purchase or sale | "M" | - internal |
| "A" | - bequest or inheritance | "Q" | - qualifying shares |
| "C" | - compensation | "R" | - redeemed (called, matured) |
| "E" | - exchange or conversion | "T" | - stock dividend |
| "F" | - exercise of rights, etc. | "V" | - stock split |
| "G" | - gift | "X" | - exercise of option |
| "IR" | - initial report | "Z" | - distribution |

*Returned for reconciliation purposes.

| REPORTING ISSUER | INSIDER | SECURITY | REL N | TRANS DATE | TYPE | BOUGHT ACQUIRED | SOLD OR DISPOSED | MONTH-END HOLDINGS |
|------------------------------|---|--------------------|-------|--------------------|--------|--------------------|---------------------|-----------------------|
| | | | | | | | | |
| ACKLANDS LIMITED | Bessin, Benjamin B. Family Trust | Common | DDI | May/84 -- | 1 | | | 1488 612 |
| | Bessin, Moshe Family Trust | | DDI | May/84 May/84 | 1 | | | 1709 612 |
| ALCAN ALUMINUM LIMITED | Corrigan, Harold C. | Common | S | Jun/84 | T | 6 | | 606 |
| ALLIED CORPORATION | Stafford, Thomas P. | Common | D | May/84 | V | 65 | | 195 |
| ALTEX RESOURCES LTD | Disturnal, Richard C. RRSP | Common | DB | Jun/84 -- | 1 | | 5000 | 921979 138078 |
| ATLANTIC RICHFIELD COMPANY | Marcussen, William M. | Common | S | May/84 | | | 3700 | 5250 |
| B.C. SUGAR REFINERY LIMITED | Williamson, Arthur H. | Units | DI | May/84 | | 200 | | 200 |
| BANK OF MONTREAL | Potter, Norris F. ESOP Wife | Common | S | Mar/84 -- -- | 1 1 | 700 | | 800 726 3000 |
| | White, Andrew R. | | S | -- | IR | | | 868 |
| BELL CANADA ENTERPRISES INC. | Chagnon, Pierre J. | Common | DI | Jun/84 | | | 662 | 31 |
| BLACKDOME EXPLORATION LTD. | Heath Steele Mines Ltd. Noranda Inc. | Common | B | -- | IR | | | 332550 |
| | | | B | -- | IR | | | 500000 |
| BOW VALLEY INDUSTRIES LTD | Beischel, Dale I. | Pfd Z, 2 | S | Mar/84 | | 6900 | | 6900 |
| | Clark, William F. | Common | S | 1983-4 Apr/84 | X | 186 1500 | | 1886 |
| | DeBoni, Walter | Pfd Z, 2 Common | | Mar/84 S 1983-4 | C | 3500 128 | | 3500 128 |
| | | Pfd D, 1 | | 1983-4 | | 110 | | 510 |
| | | Pfd Z, 2 | | Mar/84 | C | 4700 | | 4700 |
| | Hindson, Robert E. | Common | S | 1983-4 | | 107 | | 107 |
| | | Pfd Z, 2 | | Mar/84 | C | 2200 | | 2200 |
| | Humeniuk, Orest | Common | S | 1983-4 | | 313 | | 30313 |

| REPORTING ISSUER | INSIDER | SECURITY | REL 'N | TRANS DATE | TYPE | BOUGHT OR | | SOLD OR | | MONTH-END HOLDINGS |
|--|--|----------|--------|------------------|--------|-------------|------|----------|------|--------------------|
| | | | | | | ACQUIRED | 5800 | DISPOSED | 5800 | |
| BOW VALLEY INDUSTRIES LTD (Continued) | Humeniuk, Orest | Pfd Z, 2 | S | Mar/84 | C | | | | | |
| | Lawton, Philip R. | Common | S | 1983-4 | | 240 | | | | 26340 |
| | | Pfd Z, 2 | | Mar/84 | C | 3800 | | | | 3800 |
| | Lazelle, Harold K. | Common | S | 1983-4 | | 103 | | | | 12103 |
| | | Pfd Z, 2 | | Mar/84 | C | 1000 | | | | 1000 |
| | Mackwood, Lawrence A. | Common | S | 1983-4 | | 99 | | | | 8099 |
| | | Pfd Z, 2 | | Mar/84 | C | 2700 | | | | 2700 |
| | Maier, G. J. | Common | DS | 1983-4 | | 308 | | | | 100308 |
| | | Pfd Z, 2 | | Mar/84 | C | 23000 | | | | 23000 |
| | Phibbs, Robert J. | Common | S | 1983-4 | | 110 | | | | 12110 |
| | | Pfd Z, 2 | | Mar/84 | C | 1000 | | | | 1000 |
| | Smith, Henry A. | Common | S | 1983-4 | | 128 | | | | 15128 |
| | | Pfd Z, 2 | | Mar/84 | C | 4200 | | | | 4200 |
| | Tye, William H. | Common | S | 1983-4 May/84 | E | 256 1052 | | | | 5608 |
| | | Pfd Z, 2 | | Mar/84 | C | 5200 | | | | 5200 |
| | | Pref B | | May/84 | E | | 300 | | | --- |
| BREAKWATER RESOURCES LTD. | Rollke, Karl H. | Common | D | May/84 | | | | 16700 | | 54300 |
| CB PAK INC. | McGregor, Shields R. | Common | DI | -- | IR | | | | | 200 |
| | | Warrants | | -- | IR | | | | | 200 |
| | Turner Jr., William I. M. Wimtwo Inc. Wimtone Inc. | Common | D | May/84 -- | 1 1 | 1000 | | | | 2000 1000 |
| CABRE EXPLORATION LTD | Kay, Peggy L. Indirect Holdings | Common | | May/84 -- | 1 | | | 2500 | | 26025 2500 |

| REPORTING ISSUER | INSIDER | SECURITY | REL.'N | TRANS DATE | TYPE | BOUGHT OR ACQUIRED | SOLD OR DISPOSED | MONTH-END HOLDINGS |
|---|--|----------|--------|---------------|------|-----------------------|---------------------|-----------------------|
| | | | | | | | | |
| CADILLAC FAIRVIEW CORPORATION LIMITED, THE | Leung, Kenneth Wife | Common | DISI | -- | IR1 | | | 1500 |
| | | Warrants | | -- | IR1 | | | 250 |
| | | Common | DISI | -- | IR | | | 1500 |
| CAMBRIDGE VENTURE LTD. | Peters, James R. Amended | Special | DS | Apr/84 | | 8100 | | 103845 |
| CANOLAN RESOURCES LTD. | Tokarsky, John T. Tokarsky Corporate Services Limited Spouse | Common | DS | -- | | | | 15001 |
| CENTRAL TRUST COMPANY | Goodman, Edwin A. Suvretta Entertainments Limited Trust | Common | D | -- | IR | | | 633 |
| | | | | -- | IR1 | 5000 | | 5000 |
| | | | | -- | IR1 | 2000 | | 2000 |
| CLAVOS PORCUPINE MINES LIMITED | Picard, Irving R. Wife Bluebell Enterprises Ltd. Other Indirect | Common | D | -- | | | | 416400 |
| | | | | Jun/84 | 1 | 5000 | | 22000 |
| | | | | -- | 1 | | | 52500 |
| COLONIAL OIL & GAS LIMITED | Horne, Stuart R. Indirect Holdings | Common | D | -- | 1 | | | 11500 |
| | | | | -- | IR | | | 20000 |
| | | | | -- | IR1 | | | 131200 |
| COMMERCIAL FINANCIAL CORPORATION LIMITED | Henderson, William L. DPSP | Common | DS | Jun/84 | | 500 | | 1514 |
| | | | | -- | 1 | | | 2988 |
| | | | | Jun/84 | | | 209 | 12333 |
| CONSOLIDATED-BATHURST INC. | Hewett, F. Robert Horne, Stuart R. Indirect Holdings | Common | D | -- | IR | | | 69500 |
| | | | | -- | IR1 | | | 255600 |
| | | | | -- | IR | | | 15000 |
| CONSOLIDATED IMPERIAL RESOURCES ENERGY LIMITED | Petersen, Charles F. Turner Jr., William I.M. Wimtwo Wimtone McDonald, Donald M. | Common | S | Jun/84 | | 209 | | 6713 |
| | | | | Jun/84 | T | 2767 | | 384667 |
| | | | | Jun/84 | T 1 | 895 | | 124452 |
| | | | | Jun/84 | T 1 | 65 | | 9065 |
| | | | | Jun/84 | | 3000 | | 328039 |

| REPORTING ISSUER | INSIDER | SECURITY | REL 'N | TRANS DATE | TYPE | BOUGHT OR ACQUIRED | SOLD OR DISPOSED | MONTH-END HOLDINGS |
|--|--|------------|--------|----------------------------|-------------|-----------------------|---------------------|-----------------------|
| CONSOLIDATED IMPERIAL RESOURCES ENERGY LIMITED (Continued) | Seaman, Byron J. | Common | D | -- | IR | | | 6184 |
| | | Preferred | | -- | IR | | | 5500 |
| | | Warrants | | -- | IR | | | 5500 |
| CONSOLIDATED RAMBLER MINES LIMITED | Atlantic Coast Copper Corporation Limited | Common | B | Jun/84 | | 13260 | | 866960 |
| | Northern Canada Mines, Limited | | B | Jun/84 | | | 13260 | 600000 |
| CONTROL DATA CORPORATION | Stutzman, Leroy F. | Common | D | Apr/84 May/84 | | 18 24 | | 4962 |
| | Stock Purchase Plan | | | Apr/84 May/84 | 1 1 | 7 24 | | 1634 |
| CORBY DISTILLERIES LIMITED | Lachapelle, Roger Wife | Voting | DS | Jun/84 Apr/84 Jun/84 | 1 1 1 | 500 500 1000 | | 1177 --- --- |
| CORE MARK INTERNATIONAL INC | Izumi, Rosalynn | Non-Voting | S | -- | IR | | | 400 |
| CROWNX INC. | Ling, Winston | Class A | S | Jun/84 | | 1400 | | 38600 |
| DAVIDSON TISDALE MINES LIMITED | Ralph, Bruce M. Wife | Common | S | -- | IR1 | | | 400 |
| DOFASCO INC. | Badyk, Joseph S. | Class A | DI | Jun/84 | | 200 | | 200 |
| DOW CHEMICAL COMPANY, THE | Leathers, J. M. Jointly with wife Savings Plan | Common | D | May/84 May/84 -- | 1 1 1 | 5860 4140 . | | 32932 576 4464 |
| ELECTROHOME LIMITED | Eby, Harold I. | Common | S | Jun/84 | | 1000 | | 1525 |
| ENERTEX DEVELOPMENTS INC. | Harper, Hugh G. | Preference | DSB | May/84 | | 500000 | | 500000 |
| FIRAN CORPORATION | Nakagawa, Patrick T. | Common | S | Jun/84 | | 60000 | | 70000 |
| GALVESTON PETROLEUMS LTD. | MacConnell, Leslie R. Santa Monica Investments Limited | Common | DS | May/84 | 1 | 6200 | | --- |
| GENDIS INC. | Cohen, John C. Torsco & Co. A/C 132506 | Class A | DSB | Jun/84 -- | E 1 | 10000 | | 776310 193688 |

| REPORTING ISSUER | INSIDER | SECURITY | REL.'N | TRANS DATE | TYPE | BOUGHT OR ACQUIRED | SOLD OR DISPOSED | MONTH-END HOLDINGS |
|--|---|----------|--------|---------------|--------|-----------------------|---------------------|---------------------------|
| | | | | | | | | |
| GENDIS INC. (Continued) | Cohen, John C. | Class B | DSB | Jun/84 | E | | 10000 | --- |
| GENSTAR CORPORATION | Simkin, Saul | Common | D | -- Jun/84 | | 218000 | | 476 218000 |
| GORDEX MINERALS LIMITED | Sampson, Raymond G. | Common | D | -- | IR | | | 86501 |
| GROSMONT RESOURCES LTD | Riddell, Clayton H. Paramount Resources Ltd | Common | DB | -- Jun/84 | 1 | 4000 | | 156391 1116446 |
| GUARDIAN CAPITAL GROUP LIMITED | Rosenfeld, Gurston | Common | D | Jun/84 | | | 700 | 113965 |
| HAWKER SIDDELEY CANADA INC. | Rochette, Louis Soconav Inc. | Common | D | Jun/84 | 1 | 2000 | | 4000 |
| HELIx CIRCUITS INC | Herzig, Ernest | Common | D | -- | IR | | | 2500 |
| INTERNATIONAL BUSINESS MACHINES CORPORATION | Armstrong, C. Michael | Capital | S | Jun/84 | C | 1806 | | 9510 |
| | Biggar, Charles P. | | S | Jun/84 | C | 1354 | | 10153 |
| | Branscomb, Charles E. Wife | | S | Jun/84 -- | C 1 | 1129 | | 25379 1372 |
| | Cassani, Kaspar V. | | S | Jun/84 | C | 2032 | | 16661 |
| | Cook, Vincent N. | | S | Jun/84 | C | 1354 | | 3727 |
| | Grabe, William O. | | S | Jun/84 | C | 903 | | 4034 |
| | Gray, Lewis W. | | S | Jun/84 | C | 903 | | 3823 |
| | Jackson, John B. | | S | Jun/84 | C | 1354 | | 13061 |
| | McKinney, David E. Wife | | S | Jun/84 -- | C 1 | 1354 | | 10694 872 |
| INTERNORTH INC. | Sawtell, Stephen M. Trusted Investment Plan Employee Stock Ownership Plan Other Indirect | Common | S | Jun/84 | A | 204 | | 5049 6578 889 94 |
| INTERPROVINCIAL PIPE LINE LIMITED | Heule, Robert K. | Common | D | Jun/84 | | 74 | | |

| REPORTING ISSUER | INSIDER | SECURITY | REL N | TRANS DATE | TYPE | BOUGHT OR SOLD OR | | MONTH-END HOLDINGS |
|--|---|---------------------|-------|------------------|------|-------------------|----------|--------------------|
| | | | | | | ACQUIRED | DISPOSED | |
| INTERPROVINCIAL PIPE LINE LIMITED (Continued) | Heule, Robert K. | Common | D | Jun/84 | X | 5000 | | |
| | Employee Savings Plan | | | Jun/84 | | | 5000 | 5194 |
| | | | | -- | | | | 53 |
| INVERNESS PETROLEUM LTD. | West, Garry L. | Common | DI | May/84 Jun/84 | X | 2500 | 2500 | --- |
| JAMIE FRONTIER RESOURCES INC. | Low, John H. | Common | D | -- | IR | | | 19500 |
| LABMIN RESOURCES LIMITED | Black III, George M. Hollinger Argus Limited | Common | DSB | Jun/84 | 1 | 563486 | | 4124561 |
| | Black, Conrad M. Hollinger Argus Limited | | DSB | Jun/84 | 1 | 563486 | | 4124561 |
| | Cowan, Charles G. | | DSDIS | Jun/84 | | | 124 | --- |
| LASSIE RED LAKE GOLD MINES LIMITED | Cavanagh, Thomas | Common | D | -- | IR | | | 1000 |
| LAWSON & JONES LIMITED | Lawson, Tom | Class B | DB | Oct/83 Nov/83 | | 100 150 | | 1928 |
| | Pilon, Marcel J. | | DS | -- | IR | | | 25 |
| LENORA EXPLORATIONS LTD. | Perry, Victor H. | Common | D | Jun/84 | | 1000 | | 1000 |
| LINCOLN'S HILL 31 | Musil, Helmut | Units | B | -- | IR | | | 100 |
| LUMONICS INC. | Hall, Richard E. | Common | S | Jun/84 Jun/84 | | 3000 | 1500 | 4000 |
| MICC INVESTMENTS LIMITED | Willis, Beverley G. | Common | D | Jun/84 | T | 146 | | 2270 |
| MAPLE MOUNTAIN RESOURCES LTD. | Steel Investments Limited | Common | B | Jun/84 | | | 70000 | --- |
| MASONIC TEMPLE CORPORATION, LIMITED | Snare, Robert G. | Common | DS | -- | IR | | | 805 |
| MINERAL RESOURCES INTERNATIONAL LIMITED | Agar, Charles F. | Common | DS | Jun/84 | | | 10000 | 37001 |
| | Indirect Holdings | | | -- | 1 | | | 4250 |
| MORGAN TRUSTCO INC. | Adams, John H. | Class A Subordinate | DS | Jun/84 | | 200 | | 200 |

| REPORTING ISSUER | INSIDER | SECURITY | REL'N | TRANS DATE | TYPE | BOUGHT OR | | SOLD OR | | MONTH-END |
|--|--|------------------------|-------|------------------|------|------------|----------|----------|--------------|-----------|
| | | | | | | ACQUIRED | DISPOSED | DISPOSED | HOLDINGS | |
| MORGAN TRUSTCO INC. (Continued) | Munro, Richard G. | Class A Subordinate | DS | Jun/84 | | 100 | | | 100 | |
| NABU NETWORK CORPORATION | Quick, David F. | | S | Jun/84 | | 3300 | | | 3300 | |
| | Dittrick, Douglas H. | Common | D | -- | IR | | | | 10000 | |
| | Godsall, Terrance G. | Securities | D | -- | IR | | | | --- | |
| | McArthur, John A. | | D | -- | IR | | | | --- | |
| | Saeman, John V. J.V. Saeman & Co. | Common | D | -- | IR1 | | | | 20000 | |
| NATIONAL BANK OF CANADA | Guenette, Francoise | Common | S | -- | IR | | | | 2 | |
| NEWSCOPE RESOURCES LIMITED | Malloy, Neil J. | Common | D | -- | IR | | | | 8000 | |
| NORANDA INC. | Powis, Alfred | Common | DS | Jun/84 Jun/84 | T | 855 350 | | | 59449 | |
| NORCEN ENERGY RESOURCES LIMITED | Wood, Arthur L. Registered Retirement Savings Plan | Non-Voting Ordinary | S | Jun/84 | | | 62 | | 2545 | |
| NORTHGATE EXPLORATION LIMITED | Wood, Arthur L. Registered Retirement Savings Plan | Voting Ordinary | S | Jun/84 | | | 400 | | 2372 | |
| | Westfield Minerals Limited | Common | B | May/84 | | 358400 | | | 1445019 | |
| | Feick, John E. | Warrants | | May/84 | | 179200 | | | 179200 | |
| NOVA, AN ALBERTA CORPORATION | Haines, Perry V. (Private Sale) | Common | S | Jun/84 | | 15800 | | | 62661 | |
| OCCIDENTAL PETROLEUM CORPORATION | Hentschel, David A. Thrift Plan | Pref. | S | Jun/84 | | | 5552 | | --- | |
| OCELOT INDUSTRIES LIMITED | Torrie, James E. Indirect Holdings | Class B | S | Jun/84 -- | 1 | 1000 | | | 3412 3198 | |
| | Beatty, David S. | Common | D | May/84 | | 308 | | | 2161 | |
| OLD CANADA INVESTMENT CORPORATION LIMITED | | | | | | | | | | |

| REPORTING ISSUER | INSIDER | SECURITY | REL 'N | TRANS DATE | TYPE | BOUGHT OR ACQUIRED | SOLD OR DISPOSED | MONTH-END HOLDINGS |
|--|---------------------------------------|----------|--------|------------|------|--------------------|------------------|--------------------|
| OLD CANADA INVESTMENT CORPORATION LIMITED (Continued) | Beatty, David S. Wife | Common | D | May/84 | 1 | 2241 | | 15692 |
| | RSP | | | Jun/84 | 1 | 10756 | | 75297 |
| | Berlis, Douglas A. | | D | Jun/84 | | 5685 | | 58492 |
| | Hall-Staples, Bonnie C. | Common | | Jun/84 | | | 3000 | 78000 |
| OMEGA HYDROCARBONS LTD | | | | | | | | |
| ORBIT OIL & GAS LTD. | Orbit Oil & Gas Ltd. | Common | | Jun/84 | R | 100000 | | --- |
| | | | | Jun/84 | | | 100000 | --- |
| OSLER BLUFF SKI CLUB LIMITED. THE | Kernaghan, Alice G. | Class B | D | -- | IR | | | 1 |
| PAGE PETROLEUM LTD. | Gareau, John M. F. | Common | D | -- | IR | | | 2000 |
| PENN WEST PETROLEUM LTD. | Carter, Terence R. | Common | S | May/84 | | 51414 | | 57914 |
| | Duprey, Dale F. | | DS | May/84 | | 74748 | | 116148 |
| | Fuller, Robert A. | | S | May/84 | | 60707 | | 60707 |
| | Hogg, William A. | | S | -- | IR | | | 14314 |
| PHILLIPS PETROLEUM COMPANY | Krukoff, Floyd N. | | S | -- | | 35330 | | 35330 |
| | Sparrow, Ronald G. | | S | May/84 | | 43487 | | 43487 |
| | Kenna, E. Douglas TR and ETC | Common | D | -- | 1 | | | 1570 1315 |
| | Company Dividend Reinvestment Plan | | | Jun/84 | 1 | 1 | | 22 |
| PLENO MINES LIMITED | Stephens, Violet R. | Common | B | -- | IR | | | 254432 |
| | Rankin, Donald T. | Common | DS | Jun/84 | | | 5000 | 88300 |
| POMINEX LTD. | Berlis, Douglas A. | Common | D | -- | IR | | | 1475 |
| POWER FINANCIAL CORPORATION | Dunphy, T.J. Dermot | Common | D | May/84 | | 115 | | 1442 |
| PUBLIC SERVICE ELECTRIC AND GAS COMPANY | | | | | | | | |
| | Franklin, Robert H. | | S | Jun/84 | | 1 | | 369 |
| | James, Carroll D. Wife | | S | Jun/84 | | 1 | | 837 56 |
| | Librizzi, Frank P. | | S | Jun/84 | | 9 | | 1350 |

| REPORTING ISSUER | INSIDER | SECURITY | REL 'N | DATE | TRANS | TYPE | BOUGHT OR | | MONTH-END |
|--|---|--|---------|----------------------------|-------|------|------------------|------------------|-----------------|
| | | | | | | | ACQUIRED | SOLD OR DISPOSED | |
| PUBLIC SERVICE ELECTRIC AND GAS COMPANY (Continued) | Roundtree, Verdell | Common | D | Apr/84 | | | 106 | | 230 |
| RAYROCK RESOURCES LIMITED | Saller, William | | S | Jun/84 | | | 2 | | 253 |
| REED STENHOUSE COMPANIES LIMITED | Discovery Mines Limited Harvey, Harry J. Personal Holding Company | Subordinate Common | B DS | Jun/84 Jun/84 | | | | 250000 3900 | 859000 14750 |
| REXWOOD PRODUCTS LIMITED | Ramsay, Peter R. | Common | D | -- | | IR | | 3500 | --- |
| ROYAL BANK OF CANADA, THE | Cameron, Robert B. Indirect Holdings Glasgow, David L. Amended | Common | D | May/84 May/84 -- | | | 25000 | 25000 | 20000 30000 |
| | | | S | Jun/84 | | | | 83 | 631 |
| ROYAL TRUSTCO LIMITED | Pfeiffer Jr., Ralph A. Trilon Financial Corporation | Securities \$1.875 Cum. Red. Con. Preferred | D | -- | | IR | | | --- |
| | | | B | Jun/84 | | E | | 360020 | --- |
| | | Class A Common | | Jun/84 Jun/84 | | | 124000 513028 | | 9231229 |
| SCEPTRE RESOURCES LIMITED | Young, Ian M. Fletcher, Gerald L. Inbusch, Stephen N. Nominee | Class A Options Common | S | Jun/84 May/84 May/84 | | | | 50 33333 | 22600 23333 |
| | | | S | Jun/84 | | I | 100 | | 350 |
| SELKIRK COMMUNICATIONS LIMITED | Henderson, Gordon F. Nemar Limited | Class B | | Jun/84 | | I | | 200 | 1200 |
| SENLAC RESOURCES INC. | Price, William H. | Securities | DS | -- | | IR | | | --- |
| SHADOWFAX RESOURCES LTD. | Schwartz, Harry Indirect Holdings | Common | S | May/84 -- | | | 1000 | | 85500 16900 |
| SHELL OIL COMPANY | Wolf, Dallas R. | Common | S | Jun/84 | | | | 100 | 2500 |

| REPORTING ISSUER | INSIDER | SECURITY | REL'N | TRANS DATE | TYPE | BOUGHT OR | | SOLD OR | | MONTH-END HOLDINGS |
|------------------------------------|---|-------------------------|-------|----------------------------|------|-----------|----------|--------------|----------|-----------------------|
| | | | | | | ACQUIRED | DISPOSED | DISPOSED | DISPOSED | |
| SONOR INVESTMENTS LIMITED | Beatty, David R. | 9% Second Preference | DS | Jun/84 | R | | | 30 | | 873 |
| STEINBERG INC. | Blakely, Christine L. | | B | Jun/84 | R | | | 1000 | | 23613 |
| | Broadbent, Judith A. | | B | Jun/84 | R | | | 1000 | | 28340 |
| | Gardiner, Michael R. | | DSB | Jun/84 | R | | | 1000 | | 15340 |
| | 111762 Canada Inc. Other Indirect | Class A | B | Jun/84 -- | 1 | 15000 | | | | 15000 823134 |
| STRAND OIL & GAS LTD. | Estate Sam Steinberg Other Indirect | | B | Jun/84 -- | 1 | | | 15408 | | 53300 784834 |
| | Jannock Limited 554836 Ontario Limited | Common | B | Jun/84 -- | 1 | 29026 | | | | 607696 1160500 |
| STRATHFIELD OIL & GAS LTD | Hoffmann, Christopher S.L RRSP | Common | DS | -- | IR1 | | | | | 5000 |
| TERRA MINES LTD. | Sveinson, Frederick J. | Common | S | May/84 May/84 Jun/84 | | 16900 | | 4800 5200 | | 12520 7320 2125 |
| | Other Indirect | | | -- | 1 | | | | | |
| TOROMONT INDUSTRIES LTD. | Toromont Industries Ltd. | Common | B | Jun/84 Jun/84 | R | 12900 | | 12900 | | --- |
| TRANSALTA UTILITIES CORPORATION | McKinnon, Francis A.R. | Common | S | Apr/84 | | 32 | | | | |
| | RRSP | | | Jun/84 Apr/84 | 1 | | | 500 | | 1267 55 |
| TRILLIUM TELEPHONE SYSTEMS INC | Mitel Corporation | Common | B | -- | IR | | | | | 3000001 |
| | | Preferred Series 1 | | -- | IR | | | | | 1520344 |
| TWIN RICHFIELD OILS LTD. | wilker, Paul S. | Special | D | Jun/84 | | 400 | | | | 4850 |
| | West-Can Resource Finance Corporation Ltd. | Class A | B | Jun/84 | | 500 | | | | 1391698 |
| ULTRAMAR PLC. | Allan, James Indirect Holdings | Common | SI | Jun/84 | V 1 | | | | | 52 |
| UNITED SISCOE MINES INC. | Fasken, Robert E. | Common | DS | Jun/84 | | 900 | | | | 89050 |

| REPORTING ISSUER | INSIDER | SECURITY | REL 'N | TRANS DATE | TYPE | BOUGHT OR ACQUIRED | SOLD OR DISPOSED | MONTH-END HOLDINGS |
|---|--|-----------------------------------|--------|---------------|------|--------------------|------------------|--------------------|
| VERSATILE CORPORATION | Powell, Mark W. | Class A Subordinate | | -- | IR | | | 6857 |
| WABIGOON RESOURCES LIMITED | Feeney, Brian J. | Common | DSB | Jun/84 | | 10000 | | 1810000 |
| | McLean, John R. | | DI | Jun/84 | | | 4000 | 5000 |
| HIRAM WALKER RESOURCES LTD. | Black, Robert G. | 7 1/2% Conv. Voting Pref. Class D | DI | Jun/84 | | 120 | | 500 |
| WELWOOD OF CANADA LIMITED | Whittall, Hubert R. wife | Common | D | Jun/84 Jun/84 | 1 | | 15000 2000 | 5000 2000 |
| WESTBURNE INTERNATIONAL INDUSTRIES LTD. | Cummer, William J. wife | Common | D | Jun/84 | | | 7400 | 10000 |
| | | | | -- | 1 | | | 3600 |
| WESTFIELD MINERALS LIMITED | Royall, John J. | Securities | D | -- | IR | | | --- |
| WESTLEY MINES LIMITED | Jones, Victor J. E. | Common | D | Jun/84 | | 2000 | | 7450 |
| WESTMIN RESOURCES LIMITED | Pare, Fernand | Common | | -- | IR | | | 500 |
| GEORGE WESTON LIMITED | Kidd, Robert H. | Common | D | May/84 | | 1000 | | 3000 |
| WHITE-GUYATT MINING COMPANY LIMITED | White, John J. L. Estate of C.C. White | Common | DS | -- | IR1 | | | 328528 |
| WILSHIRE ENERGY RESOURCES INC. | Paterson, William D. | Common | DS | Apr/84 | | 2000 | | 330070 |

CHAPTER 8
NOTICES OF EXEMPT FINANCINGS

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

| TRANSACTION DATE | PURCHASER | SECURITY | PRICE | AMOUNT |
|---------------------|---|---|-------------|----------------|
| Jun. 21, 1984 | Prudential Insurance Company of America, The | BRITISH COLUMBIA TEVELISION BROADCASTING SYSTEM LTD. 12 3/4% SECURED DEBENTURE DUE JUNE 21, 1994 | \$8,700,000 | One |
| Apr. 06, 1984 | Leigh Navigation Systems Ltd. | HIGH PRODUCTIVITY ROBOTS INC. 1984 SCIENTIFIC RESEARCH DEMAND DEBENTURE | 300,000 | One |
| Jun. 14, 1984 | Gail Resources Inc. | MARSHALL MINERALS CORP. COMMON SHARES | 250,000 | 250,000 shares |
| Jun. 21, 1984 | BGR Precious Metals Inc. | RAYROCK RESOURCES LIMITED SUBORDINATE VOTING SHARES | 500,000 | 50,000 shares |
| " | Canada Trust Company, The | " | 650,000 | 65,000 shares |
| " | Daly Gordon Securities | " | 2,950,000 | 295,000 shares |
| " | First City Trust Company | " | 1,000,000 | 100,000 shares |
| " | Prudential Insurance Company of America, The | " | 400,000 | 40,000 shares |
| " | Waruda Holdings Limited | " | 2,500,000 | 250,000 shares |
| Jun. 15, 1984 | Bondiean, Andie | RIDLEY LAKE MINERALS CORP. COMMON SHARES | 6,000 | 30,000 shares |
| " | Daoust, Donald | " | " | 30,000 " |
| " | Ho, Audrey | " | 20,000 | 100,000 shares |
| " | MacIsaac, Charles | " | " | 100,000 " |
| " | Osborne, Dennis | " | 2,000 | 10,000 shares |
| Jun. 20, 1984 | Guardian Morton Shulman Precious Metals Inc. | ROYAL GOLD & SILVER CORPORATION - COMMON SHARES | 195,000 | 300,000 shares |

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

| TRANSACTION DATE | PURCHASER | SECURITY | PRICE | AMOUNT |
|---------------------|----------------------------|--------------------------|-------------|--------------|
| May. 31, 1984 | Gracom & Co. A/C 24-0340-8 | SALAMANDER TRUST - UNITS | \$1,000,000 | 11,409 units |
| Mar. 30, 1984 | Guardian Trust Company | " " | 3,000,000 | 32,685 units |

REALE OF SECURITIES

FORM - 21

| DATE OF REALE | DATE OF ORIG PURCHASE | SELLER | SECURITY | PRICE | AMOUNT |
|------------------|--------------------------|--|--|----------|---------------|
| Jun. 11, 1984 | Apr. 06, 1983 | Royal Bank of Canada | DAON DEVELOPMENT CORP. COMMON SHARES | \$65,016 | 37,800 shares |
| Jun. 12, 1984 | " | " | " | 39,852 | 24,300 " |
| Jun. 13, 1984 | " | " | " | 3,200 | 2,000 " |
| Jun. 18, 1984 | " | " | " | 25,120 | 15,700 " |
| Jun. 01, 1984 | Nov. 29, 1983 | Banque Nationale De Paris | OSHAWA GROUP LIMITED, THE CLASS A SHARES | 153,000 | 5,000 shares |
| Jun. 04, 1984 | " | " | " | 462,060 | 15,100 " |
| Jun. 05, 1984 | " | " | " | 24,480 | 800 " |
| Jun. 06, 1984 | " | " | " | 110,160 | 3,600 " |
| Jun. 07, 1984 | " | " | " | 125,460 | 4,100 " |
| Jun. 11, 1984 | " | " | " | 58,140 | 1,900 " |
| Jun. 12, 1984 | " | " | " | 443,700 | 14,500 " |
| Jun. 13, 1984 | " | " | " | 64,260 | 2,100 " |
| Jun. 14, 1984 | " | " | " | 241,740 | 7,900 " |
| Jun. 15, 1984 | " | " | " | 15,300 | 500 " |
| Jun. 19, 1984 | " | " | " | 137,700 | 4,500 " |
| Jun. 20, 1984 | " | " | " | 97,920 | 3,200 " |
| Jun. 21, 1984 | " | " | " | 55,080 | 1,800 " |
| Jun. 22, 1984 | " | " | " | 91,800 | 3,000 " |
| Jun. 25, 1984 | " | " | " | 61,200 | 2,000 " |
| Jan. 25, 1984 | Jun. 27, 1983 | Montreal Trust Company of Canada A/C 928220 | PEOPLES JEWELLERS LIMITED CLASS A COMMON SHARES | 14,700 | 1,400 shares |

RESALE OF SECURITIES

FORM - 21

| DATE OF RESALE | DATE OF ORIG PURCHASE | SELLER | SECURITY | PRICE | AMOUNT |
|-------------------|--------------------------|---|--|----------|--------------|
| May. 30, 1984 | Oct. 18, 1983 | Montreal Trust Company of Canada A/C T901560 | SHERRITT GORDON MINES LIMITED COMMON SHARES | \$81,550 | 7,000 shares |
| Jun. 04, 1984 | " | " | " | 23,300 | 2,000 " |
| Jun. 07, 1984 | " | " | " | 106,015 | 9,100 " |
| Jun. 08, 1984 | " | " | " | 80,385 | 6,900 " |
| Jun. 21, 1984 | Oct. 18, 1983 | Montreal Trust Company of Canada A/C T909030 | " | 8,155 | 700 " |
| Jun. 22, 1984 | " | " | " | 2,330 | 200 " |
| Jun. 26, 1984 | " | " | " | 32,620 | 2,800 " |
| May. 30, 1984 | Oct. 18, 1983 | Montreal Trust Company of Canada A/C T985160 | " | 46,600 | 4,000 " |
| Jun. 14, 1984 | " | " | " | 10,775 | 3,500 " |

CHAPTER 9

TAKE-OVER BIDS, ISSUER BIDS

9.1 TAKE-OVER BIDS, ISSUER BIDS

9.1.1 BONANZA RESOURCES LTD.

9.1.2 CHEROKEE ENERGY '80 PROGRAM

9.1.3 CHEROKEE ENERGY '81 PROGRAM

9.1.4 WHITE CONSOLIDATED INDUSTRIES INC.

9.1.5 WCI CANADA LIMITED

9.1.6 COMMERCIAL OIL AND GAS LTD.

9.1.7 DALHOUSIE OIL COMPANY LIMITED

TAKE-OVER BIDS, ISSUER BIDS

BONANZA RESOURCES LTD. * #
(OFFEROR)

CHEROKEE ENERGY '80 PROGRAM
(OFFEREE)

BONANZA RESOURCES LTD. * #
(OFFEROR)

CHEROKEE ENERGY '81 PROGRAM
(OFFEREE)

WHITE CONSOLIDATED INDUSTRIES INC. *
(OFFEROR)

WCI CANADA LIMITED
(OFFEREE)

NOTICE OF INTENTION - FORM 35

COMMERCIAL OIL AND GAS LTD.
DALHOUSIE OIL COMPANY LIMITED

* Cash Offer
Share Exchange

CHAPTER 10
CONTINUOUS DISCLOSURE FILINGS

Public Documents Filed with the Ontario Securities Commission

| ISSUER | TITLE |
|---|----------------------|
| 57896 MANITOBA LIMITED PARTNERSHIP | AUD. ANN. FIN. STMT. |
| A.E. LEPAGE CAPITAL PROPERTIES | PRESS RELEASE |
| ABITIBI RESOURCES LTD. | IFS 6 MN MR 31 84 |
| AGF JAPAN FUND LIMITED | PROSPECTUS |
| AGF MANAGEMENT LIMITED | EARNINGS ANNOUNCEMEN |
| AGRA INDUSTRIES LIMITED | OPERATING RESULTS - |
| AGRA INDUSTRIES LIMITED | IFS 9 MN AP 30 84 |
| AGRA INDUSTRIES LIMITED | PRESS RELEASE |
| AIGUEBELLE RESOURCES INC. | PRESS RELEASE |
| ALBANY OIL AND GAS LTD. | ANNUAL REPORT |
| ALBANY OIL AND GAS LTD. | IFS 3 MN MR 31 84 |
| ALBERTA ENERGY COMPANY LTD. | PRESS RELEASE |
| ALBERTA ENERGY COMPANY LTD. | T.S.E. MATERIAL |
| ALCAN ALUMINIUM LIMITED | PRESS RELEASE |
| AMAX INC. | PRESS RELEASE |
| AMCA INTERNATIONAL LTD. | PRESS RELEASE |
| AMCA INTERNATIONAL LTD. | PRESS RELEASE |
| AMCA INTERNATIONAL LTD. | PRESS RELEASE |
| AMERADA HESS CORPORATION | IFS 3 MN MR 31 84 |
| AMERICAN EAGLE PETROLEUMS LIMITED | PRESS RELEASE |
| AMERICAN OAKWOOD ENERGY LTD. | IFS 3 MN MR 31 84 |
| AMERICAN QUASAR PETROLEUM CO. | 10Q 3 MN MR 31 84 |
| ANDROCK INC. | IFS 6 MN AP 30 84 |
| ANDROCK INC. | RESULTS FOR THE SECO |
| ANDROCK INC. | PRESS RELEASE |
| ANGLO DOMINION GOLD EXPLORATION LIMITED | CHANGE DIRECTORS |
| ANGLO ENERGY LIMITED | 10Q 6 MN MR 31 84 |
| ANGLO-PERMANENT CORPORATE HOLDINGS | PRESS RELEASE |
| ANSIL RESOURCES LIMITED | AUD. ANN. FIN. STMT. |
| ANSIL RESOURCES LIMITED | IFS 3 MN MR 31 84 |
| ANSIL RESOURCES LIMITED | RULING/ORDER/REASONS |
| ANSIL RESOURCES LIMITED | RULING/ORDER/REASONS |
| ARBOR CAPITAL RESOURCES INC. | IFS 6 MN AP 30 84 |
| ARBOR CAPITAL RESOURCES INC. | CERTIF. OF MAILING |
| ARGOSY MINING CORPORATION LIMITED | RULING/ORDER/REASONS |
| ARGYLL ENERGY CORPORATION | PRESS RELEASE |
| ARGYLL ENERGY CORPORATION | PRESS RELEASE |
| ASBESTOS CORPORATION LIMITED | IFS 3 MN MR 31 84 |
| ASITKA RESOURCE CORPORATION | SHRHLDRS. MTNG. MAT. |
| ASSOCIATED PORCUPINE MINES LIMITED | PRIVATE PLACEMENTS |
| ASSOCIATED PORCUPINE MINES LIMITED | PRESS RELEASE |
| ASTRAL BELLEVUE PATHE INC. | PRIVATE PLACEMENTS |
| ATCO LTD. | PRESS RELEASE |
| ATCO LTD. | SHARE PURCHASE WARRA |
| ATCO LTD. | DIVIDEND NOTICE |
| ATCO LTD. | PRESS RELEASE |
| ATLANTIC COAST COPPER CORPORATION | IFS 3 MN MR 31 84 |
| ATLANTIC COAST COPPER CORPORATION | T.S.E. MATERIAL |

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Public Documents Filed with the Ontario Securities Commission

| ISSUER | TITLE |
|---------------------------------------|----------------------|
| ATLANTIC COAST COPPER CORPORATION | PRESS RELEASE |
| ATLANTIC COAST COPPER CORPORATION | TAKEOVER/FORM 35 |
| ATLAS YELLOWKNIFE RESOURCES LIMITED | IFS 6 MN MR 31 84 |
| ATLAS YELLOWKNIFE RESOURCES LIMITED | PRESS RELEASE |
| AURELIAN DEVELOPERS LTD. | IFS 9 MN MR 31 84 |
| AURORA-TIBER 1980 EXPLORATION PROGRAM | IFS 3 MN MR 31 84 |
| AVINDA VIDEO INCORPORATED | T.S.E. MATERIAL |
| B.C. SUGAR REFINERY LIMITED | T.S.E. MATERIAL |
| BACHELOR LAKE GOLD MINES INC. | T.S.E. MATERIAL |
| BAKER INTERNATIONAL CORPORATION | PRESS RELEASE |
| BANK OF ALBERTA | PRESS RELEASE |
| BANK OF BRITISH COLUMBIA | IFS 6 MN AP 30 84 |
| BANK OF BRITISH COLUMBIA | CHANGE DIRECTORS |
| BANK OF BRITISH COLUMBIA | PRESS RELEASE |
| BANK OF CANADA, THE | PRESS RELEASE |
| BANK OF MONTREAL | IFS 6 MN AP 30 84 |
| BANK OF NOVA SCOTIA | T.S.E. MATERIAL |
| BANK OF NOVA SCOTIA | SPEC. MTG. SOL. MAT. |
| BAR RESOURCES LIMITED | SHRHLDRS. MTNG. MAT. |
| BAR RESOURCES LIMITED | LET. TO SHAREHOLDERS |
| BAR RESOURCES LIMITED | LET. TO SHAREHOLDERS |
| BAR RESOURCES LIMITED | SHRHLDRS. MTNG. MAT. |
| BARRICK RESOURCES CORPORATION | PRESS RELEASE |
| BARRICK RESOURCES CORPORATION | MERGER-AMALGAMATION |
| BARRICK RESOURCES CORPORATION | SHRHLDRS. MTNG. MAT. |
| BARRICK-CULLATON GOLD TRUST, THE | PRESS RELEASE |
| BARRTOR CANADIAN FUND | PRELIM. PROSPECTUS |
| BARYMIN EXPLORATIONS LIMITED | SHRHLDRS. MTNG. MAT. |
| BATON BROADCASTING INCORPORATED | NET INCOME FOR THE 9 |
| BAXTER TECHNOLOGIES CORPORATION | PRESS RELEASE |
| BAXTER TECHNOLOGIES CORPORATION | PRESS RELEASE |
| BAY MILLS LIMITED | IFS 9 MN AP 30 84 |
| BAY TERRACE PARTNERSHIP | LIMITED PARTNERSHIP |
| BBC REALTY INVESTORS | PRESS RELEASE |
| BBC-RI SERVICES LTD. | RULING/ORDER/REASONS |
| BBC-RI SERVICES LTD. | APPLICATION |
| BBC-RI SERVICES LTD. | PROSPECTUS |
| BEAUTY COUNSELORS INTERNATIONAL INC. | T.S.E. MATERIAL |
| BEAVER ENERGY RESOURCES INC. | IFS 6 MN MR 31 84 |
| BELGIUM STANDARD LIMITED | PRESS RELEASE |
| BELL CANADA | DEBENTURES, SERIES D |
| BELL CANADA ENTERPRISES INC. | SPEC. MTG. SOL. MAT. |
| BELL CANADA ENTERPRISES INC. | T.S.E. MATERIAL |
| BELL CANADA ENTERPRISES INC. | SPEC. MTG. SOL. MAT. |
| BELORE MINES LIMITED | SHRHLDRS. MTNG. MAT. |
| BENVAN HOLDINGS INC. | IFS 3 MN MR 31 84 |
| BENVAN HOLDINGS INC. | CERTIF. OF MAILING |
| BGR PRECIOUS METALS INC. | IFS 3 MN AP 30 84 |

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Public Documents Filed with the Ontario Securities Commission

| ISSUER | TITLE |
|--|----------------------|
| BIRON BAY RESOURCES LIMITED | CURRENT DIRECTORS |
| BISON PETROLEUM & MINERALS LIMITED | IFS 3 MN MR 31 84 |
| BISON PETROLEUM & MINERALS LIMITED | CERTIF. OF MAILING |
| BITECH ENERGY RESOURCES LIMITED | FORM 27-MAT. CHANGE |
| BLACK RIVER RESOURCES INC. | AUD. ANN. FIN. STMT. |
| BLACKDOME EXPLORATION LTD. | PRESS RELEASE |
| BLACKWOOD HODGE (CANADA) LIMITED | CHANGE DIRECTORS |
| BLUE MOUNTAIN RESORTS LIMITED | CERTIF. OF MAILING |
| BMB COMPUSCIENCE CANADA LTD. | T.S.E. MATERIAL |
| BOLTON TREMBLAY INCOME FUND | SUBORDINATION AGREEM |
| BORDER CHEMICAL COMPANY LIMITED | TAKEOVER/FORM 35 |
| BOW VALLEY INDUSTRIES LTD. | IFS 3 MN MR 31 84 |
| BOW VALLEY RESOURCE SERVICES LTD. | PRESS RELEASE |
| BRANDY BROOK MINES LIMITED | AUD. ANN. FIN. STMT. |
| BRANDY BROOK MINES LIMITED | SHRHLDRS. MTNG. MAT. |
| BRASCADE RESOURCES INC. | PRESS RELEASE |
| BRASCAN LIMITED | FORM 27-MAT. CHANGE |
| BRASCAN LIMITED | PRESS RELEASE |
| BREAKWATER RESOURCES LTD. | PRESS RELEASE |
| BRINCO LIMITED | CERTIF. OF MAILING |
| BRITISH COLUMBIA FOREST PRODUCTS LIMITED | PRESS RELEASE |
| BRITISH COLUMBIA FOREST PRODUCTS LIMITED | DIVIDEND NOTICE |
| BRITISH COLUMBIA FOREST PRODUCTS LIMITED | SPEC. MTG. SOL. MAT. |
| BRITISH COLUMBIA RESOURCES INVESTMENT | PRESS RELEASE |
| BRITISH PETROLEUM COMPANY P.L.C. | IFS 3 MN MR 31 84 |
| BROOKE BOND INC. | IFS 39 WK MR 31 84 |
| BROSNAN MINES LTD. | AUD. ANN. FIN. STMT. |
| BROSNAN MINES LTD. | REPORT FROM THE PRES |
| BROSNAN MINES LTD. | SHRHLDRS. MTNG. MAT. |
| CABLESHARE INC. | PRESS RELEASE |
| CABOT TRUST COMPANY | CHANGE OF AUDITORS |
| CABOT TRUST COMPANY | SHRHLDRS. MTNG. MAT. |
| CADILLAC FAIRVIEW CORPORATION LIMITED | ANNUAL REPORT |
| CADILLAC FAIRVIEW CORPORATION LIMITED | SHRHLDRS. MTNG. MAT. |
| CADILLAC FAIRVIEW CORPORATION LIMITED | PRESS RELEASE |
| CADILLAC FAIRVIEW CORPORATION LIMITED | PRESS RELEASE |
| CADILLAC FAIRVIEW CORPORATION LIMITED | FORM 27-MAT. CHANGE |
| CADILLAC FAIRVIEW CORPORATION LIMITED | PRESS RELEASE |
| CADILLAC FAIRVIEW CORPORATION LIMITED | PRESS RELEASE |
| CAE INDUSTRIES LTD. | AUD. ANN. FIN. STMT. |
| CAE INDUSTRIES LTD. | T.S.E. MATERIAL |
| CAE INDUSTRIES LTD. | LET. TO SHAREHOLDERS |
| CAE INDUSTRIES LTD. | PRESS RELEASE |
| CAE INDUSTRIES LTD. | PRESS RELEASE |
| CAE INDUSTRIES LTD. | PRESS RELEASE |
| CAE INDUSTRIES LTD. | SHRHLDRS. MTNG. MAT. |
| CALAIS RESOURCES LTD. | IFS 3 MN MR 31 84 |
| CALAIS RESOURCES LTD. | PRESS RELEASE |

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| ISSUER | TITLE |
|--|----------------------|
| CALAIS RESOURCES LTD. | PRESS RELEASE |
| CALAIS RESOURCES LTD. | T.S.E. MATERIAL |
| CALAIS RESOURCES LTD. | PRESS RELEASE |
| CALAIS RESOURCES LTD. | TAKEOVER/FORM 35 |
| CAMBRIDGE SHOPPING CENTRES LIMITED | PRESS RELEASE |
| CAMBRIDGE VENTURE LTD. | IFS 9 MN AP 30 84 |
| CAMCHIB MINES INC. | IFS 9 MN MR 31 84 |
| CAMEL OIL & GAS LTD. | PRIVATE PLACEMENTS |
| CAMEL OIL & GAS LTD. | CERTIF. OF MAILING |
| CAMFLO MINES LTD. | CERTIF. OF MAILING |
| CAMFLO MINES LTD. | LET. TO SHAREHOLDERS |
| CAMFLO MINES LTD. | MERGER-AMALGAMATION |
| CAMFLO MINES LTD. | SHRHLDRS. MTNG. MAT. |
| CAMFLO MINES LTD. | LET. TO SHAREHOLDERS |
| CAMFLO MINES LTD. | CERTIF. OF MAILING |
| CAMFLO MINES LTD. | PRESS RELEASE |
| CAMINDEX MINES LIMITED | PRESS RELEASE |
| CAMPBELL RED LAKE MINES LIMITED | PRESS RELEASE |
| CAMPBELL SOUP COMPANY LTD. | IFS 9 MN AP 29 84 |
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| MAUDE LAKE GOLD MINES LIMITED | PRIVATE PLACEMENTS |
| MAYFAIR APARTMENTS LIMITED, THE | PRIVATE PLACEMENTS |
| MCGARRY GOLD PARTNERSHIP | IFS 3 MN MR 31 84 |

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| ISSUER | TITLE |
|--|----------------------|
| MCGRAW-HILL RYERSON LIMITED | PRESS RELEASE |
| MCLEY SYSTEMS INC. | PRIVATE PLACEMENTS |
| MEENRECO ENERGY CORPORATION | IFS 3 MN MR 31 84 |
| MEMOTEC DATA INC. | IFS 3 MN MR 31 84 |
| MERCANTILE BANK OF CANADA, THE | ANNUAL INFO. FORM |
| MERIDIAN TECHNOLOGIES INC. | PRESS RELEASE |
| MERIDIAN TECHNOLOGIES INC. | PRESS RELEASE |
| MERIDIAN TECHNOLOGIES INC. | PRESS RELEASE |
| MERIDIAN TECHNOLOGIES INC. | SPEC. MTG. SOL. MAT. |
| MIKES SUBMARINES INC. | T.S.E. MATERIAL |
| MIKES SUBMARINES INC. | PRIVATE PLACEMENTS |
| MIKES SUBMARINES INC. | PRIVATE PLACEMENTS |
| MOIRA PARTNERSHIP | IFS 3 MN MR 31 84 |
| MOIRA PARTNERSHIP | LIMITED PARTNERSHIP |
| MONTREAL CITY AND DISTRICT SAVINGS BANK, | IFS 6 MN AP 30 84 |
| MONTREAL TRUST INVESTMENT FUND | PROSPECTUS |
| MONTREAL TRUSTCO INC. | PRESS RELEASE |
| MOTHER'S RESTAURANTS LIMITED | PRIVATE PLACEMENTS |
| MPG INVESTMENT CORPORATON LIMITED | PRESS RELEASE |
| MUSCOCHO EXPLORATION LIMITED | PRESS RELEASE |
| MUSCOCHO EXPLORATION LIMITED | T.S.E. MATERIAL |
| MUSTO EXPLORATIONS LIMITED | IFS 3 MN MR 31 84 |
| NATIONAL BANK MORTGAGE CORPORATION | RULING/ORDER/REASONS |
| NATIONAL BANK MORTGAGE CORPORATION | APPLICATION |
| NATIONAL BANK OF CANADA | IFS 6 MN AP 30 84 |
| NATIONAL RESOURCE EXPLORATIONS LTD. | IFS 3 MN MR 31 84 |
| NEW AUGARITA PORCUPINE MINES LIMITED | PRIVATE PLACEMENTS |
| NEW YORK OILS LIMITED | AUD. ANN. FIN. STMT. |
| NORANDA INC. | PRESS RELEASE |
| NORCEN ENERGY RESOURCES LIMITED | PRESS RELEASE |
| NORPET 1984 JOINT VENTURE | PRIVATE PLACEMENTS |
| NORTH CANADIAN OILS LIMITED | PRESS RELEASE |
| NORTHERN CANADA MINES LIMITED | IFS 3 MN MR 31 84 |
| NORTHERN TELECOM LIMITED | PRESS RELEASE |
| NORTHERN TELECOM LIMITED | PRESS RELEASE |
| NORTHERN TELECOM LIMITED | PROSPECTUS |
| NOVA SCOTIA SAVINGS & LOAN COMPANY | PRESS RELEASE |
| NOVA, AN ALBERTA CORPORATION | PRESS RELEASE |
| NU-WEST GROUP LIMITED | AUD. ANN. FIN. STMT. |
| NU-WEST GROUP LIMITED | IFS 3 MN MR 31 84 |
| NU-WEST GROUP LIMITED | PRESS RELEASE |
| OAKVILLE WOOD SPECIALTIES LIMITED | IFS 6 MN AP 30 84 |
| OAKWOOD PETROLEUMS LTD. | CERTIF. OF MAILING |
| OCELOT INDUSTRIES LIMITED | PRESS RELEASE |
| OILTEX INTERNATIONAL LTD. | PRIVATE PLACEMENTS |
| OILTEX INTERNATIONAL LTD. | PRIVATE PLACEMENTS |
| OILTEX INTERNATIONAL LTD. | T.S.E. MATERIAL |
| ONTARIO SECURITIES COMMISSION | RULING/ORDER/REASONS |

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| ISSUER | TITLE |
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| ONTEX RESOURCES LIMITED | CHANGE DIRECTORS |
| ORBIT OIL & GAS LTD. | PRESS RELEASE |
| OROFINO RESOURCES LIMITED | PRESS RELEASE |
| OSHAWA GROUP LIMITED, THE | PRESS RELEASE |
| OSISKO LAKE MINES LIMITED | CERTIF. OF MAILING |
| OSISKO LAKE MINES LIMITED | SHRHLDRS. MTNG. MAT. |
| PACE II INDUSTRIES LTD. | AUD. ANN. FIN. STMT. |
| PACE II INDUSTRIES LTD. | SHRHLDRS. MTNG. MAT. |
| PACIFIC WESTERN AIRLINES CORPORATION | PRESS RELEASE |
| PACIFIC WESTERN AIRLINES CORPORATION | PROSPECTUS |
| PAGE PETROLEUM LTD. | PRESS RELEASE |
| PAGE PETROLEUM LTD. | PRESS RELEASE |
| PAGE PETROLEUM LTD. | PRESS RELEASE |
| PAGE PETROLEUM LTD. | PRESS RELEASE |
| PAGEBROOK MULTIHOLDINGS PARTNERSHIP | AUD. ANN. FIN. STMT. |
| PALLISER INTERNATIONAL ENERGY INC. | AUD. ANN. FIN. STMT. |
| PALLISER INTERNATIONAL ENERGY INC. | IFS 3 MN MR 31 84 |
| PALLISER INTERNATIONAL ENERGY INC. | PRESS RELEASE |
| PALLISER INTERNATIONAL ENERGY INC. | SHRHLDRS. MTNG. MAT. |
| PAN MACKENZIE PETROLEUMS LIMITED | CERTIF. OF MAILING |
| PARKSIDE PETROLEUM INC. | T.S.E. MATERIAL |
| PASSBURG 1980-81 LIMITED PARTNERSHIP | APPLICATION |
| PATINO N.V. | PRESS RELEASE |
| PEGASUS GOLD LTD. | IFS 3 MN MR 31 84 |
| PEGASUS GOLD LTD. | T.S.E. MATERIAL |
| PEGASUS GOLD LTD. | DIVIDEND NOTICE |
| PEGASUS GOLD LTD. | CERTIF. OF MAILING |
| PENNINGTON'S STORES LIMITED | IFS 13 WK AP 28 84 |
| PENNINGTON'S STORES LIMITED | PRESS RELEASE |
| PENSIONFUND PROPERTIES LIMITED | IFS 6 MN MR 31 84 |
| PETRO SAFETY CORP. | PRIVATE PLACEMENTS |
| PETRO-SUN INTERNATIONAL INC. | SHRHLDRS. MTNG. MAT. |
| PETROCO OF TEXAS, INC. | RULING/ORDER/REASONS |
| PETROMET RESOURCES LIMITED | ANNUAL REPORT |
| PETROMET RESOURCES LIMITED | IFS 3 MN AP 30 84 |
| PETROMET RESOURCES LIMITED | IFS 3 MN AP 30 83 |
| PETROMET RESOURCES LIMITED | SHRHLDRS. MTNG. MAT. |
| PETROTECH, INC. | T.S.E. MATERIAL |
| PHOENIX CANADA OIL COMPANY LIMITED | CERTIF. OF MAILING |
| PITFIELD MACKAY ROSS LIMITED | RULING/ORDER/REASONS |
| PITFIELD MACKAY ROSS LIMITED | RULING/ORDER/REASONS |
| POCO PETROLEUMS LTD. | PRESS RELEASE |
| POPULAR INDUSTRIES LIMITED | IFS 6 MN AP 30 84 |
| POTASH COMPANY OF AMERICA, INC. | PRESS RELEASE |
| POWER CORPORATION OF CANADA | RULING/ORDER/REASONS |
| POWER FINANCIAL CORPORATION | RULING/ORDER/REASONS |
| POWER FINANCIAL CORPORATION | APPLICATION |
| PRINCE WILLIAM PARTNERSHIP | IFS 3 MN MR 31 84 |

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| ISSUER | TITLE |
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| PRINCE WILLIAM PARTNERSHIP | AMENDING AGREEMENT |
| PRODECO OIL & GAS CO. LTD. | PROSPECTUS |
| PROPER CHANNELS | AUD. ANN. FIN. STMT. |
| PROVIGO INC. | PRESS RELEASE |
| PROVIGO INC. | T.S.E. MATERIAL |
| PUBLIC STORAGE CANADIAN PROPERTIES (ALSO | ANNUAL REPORT |
| PUBLIC STORAGE CANADIAN PROPERTIES (ALSO | SHRHLDERS. MTNG. MAT. |
| PUBLIC STORAGE CANADIAN PROPERTIES (ALSO | SHRHLDERS. MTNG. MAT. |
| PYTHON RESOURCES AND INVESTMENT | RULING/ORDER/REASONS |
| QUEBEC EXPLORERS CORPORATION LTD. | IFS 3 MN MR 31 84 |
| QUEENSTAKE RESOURCES LTD. | CURRENT RESERVE REPO |
| R.F. OIL INDUSTRIES LTD. | AUD. ANN. FIN. STMT. |
| R.F. OIL INDUSTRIES LTD. | IFS 3 MN MR 31 84 |
| R.F. OIL INDUSTRIES LTD. | CERTIF. OF MAILING |
| R.F. OIL INDUSTRIES LTD. | LET. TO SHAREHOLDERS |
| R.F. OIL INDUSTRIES LTD. | PRESS RELEASE |
| R.F. OIL INDUSTRIES LTD. | INFORMATION MEMORAND |
| RALEIGH MINERALS LIMITED | AUD. ANN. FIN. STMT. |
| RALEIGH MINERALS LIMITED | IFS 3 MN AP 30 84 |
| RAM PETROLEUMS LIMITED | PRESS RELEASE |
| RAM PETROLEUMS LIMITED | T.S.E. MATERIAL |
| REDPATH INDUSTRIES LIMITED | PRESS RELEASE |
| REGIONAL RESOURCES LTD. | PRESS RELEASE |
| REGIONAL RESOURCES LTD. | PRIVATE PLACEMENTS |
| REID DOMINION PACKAGING LTD. | PRESS RELEASE |
| REITMAN'S (CANADA) LIMITED | IFS 3 MN AP 30 84 |
| REMBRANDT GOLD MINES LTD. | RULING/ORDER/REASONS |
| RENZY MINES LIMITED | IFS 6 MN MR 31 84 |
| REVENUE PROPERTIES COMPANY LIMITED | PRIVATE PLACEMENTS |
| RICINUS RESOURCES LTD. | RIGHTS OFFERING |
| RIO ALTO EXPLORATION LTD. | PRESS RELEASE |
| ROCK AND RULE (FORMERLY DRATSCO) | RULING/ORDER/REASONS |
| ROLLINS MEADOWVALE PARTNERSHIP | IFS 3 MN MR 31 84 |
| ROLLINS MEADOWVALE PARTNERSHIP | AMENDING AGREEMENT |
| ROLLINS WELLAND PARTNERSHIP | IFS 3 MN MR 31 84 |
| ROLLINS WELLAND PARTNERSHIP | AMENDING AGREEMENT |
| ROTHMAN'S OF PALL MALL CANADA LTD. | ANNUAL REPORT |
| ROXMARK MINES LIMITED | PRIVATE PLACEMENTS |
| ROXMARK MINES LIMITED | LET. TO SHAREHOLDERS |
| ROXMARK MINES LIMITED | SHRHLDERS. MTNG. MAT. |
| ROYAL BANK OF CANADA, THE | IFS 6 MN AP 30 84 |
| ROYAL BANK OF CANADA, THE | LET. TO SHAREHOLDERS |
| ROYAL TRUST COMPANY MORTGAGE CORPORATION | IFS 3 MN MR 31 84 |
| ROYEX GOLD MINING CORPORATION | FORM 27-MAT. CHANGE |
| ROYEX GOLD MINING CORPORATION | T.S.E. MATERIAL |
| RUNDLE GOLD MINES LIMITED | AUD. ANN. FIN. STMT. |
| RUPERTSLAND RESOURCES CO. LTD. | T.S.E. MATERIAL |
| RYERSON OIL AND GAS LIMITED | TAKEOVER/FORM 35 |

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|--|----------------------|
| SABINA INDUSTRIES LIMITED | IFS 6 MN MR 31 84 |
| SAMANDA OFFICE COMMUNICATIONS LIMITED | PRIVATE PLACEMENTS |
| SANDY CAY RESOURCES INC. | PROSPECTUS |
| SANFRED RESOURCES LTD. | PRESS RELEASE |
| SANTECH INC. | AUD. ANN. FIN. STMT. |
| SANTECH INC. | PRIVATE PLACEMENTS |
| SARLOS & ZUKERMAN FUND, THE | PRIVATE PLACEMENTS |
| SCINTILORE EXPLORATIONS LIMITED | T.S.E. MATERIAL |
| SCINTREX LIMITED | IFS 3 MN AP 30 84 |
| SCINTREX LIMITED | PRESS RELEASE |
| SCOTT PAPER LIMITED | PRESS RELEASE |
| SCUDDER CAPITAL GROWTH FUND, INC. | IFS 6 MN MR 31 84 |
| SEAGRAM COMPANY LTD. | 10Q 3 MN AP 30 84 |
| SED SYSTEMS INC. | IFS 6 MN AP 30 84 |
| SENLAC RESOURCES INC. | IFS 6 MN AP 30 84 |
| SHERWOOD, THE | PRIVATE PLACEMENTS |
| SHININGTREE GOLD RESOURCES INC. | IFS 3 MN MR 31 84 |
| SILVERTON RESOURCES LTD. | PRESS RELEASE |
| SLOCAN DEVELOPMENT CORPORATION LIMITED | SHRHLDRS. MTNG. MAT. |
| SORREL RESOURCES LTD. | PRESS RELEASE |
| SORREL RESOURCES LTD. | TAKEOVER/FORM 35 |
| SPAR AEROSPACE LIMITED | SPEC. MTG. SOL. MAT. |
| SPAR AEROSPACE LIMITED | SPEC. MTG. SOL. MAT. |
| SPERRY CORPORATION | FORM 10K |
| SPINDLE TOP ENERGY & RESOURCES INC. | IFS 6 MN AP 30 84 |
| ST. MARTIN'S (NO.1) LIMITED PARTNERSHIP | IFS 3 MN MR 31 84 |
| ST. MARTIN'S (NO.1) LIMITED PARTNERSHIP | AMENDING AGREEMENT |
| ST. MARTIN'S (NO.2) LIMITED PARTNERSHIP | IFS 3 MN MR 31 84 |
| ST. MARTIN'S (NO.2) LIMITED PARTNERSHIP | AMENDING AGREEMENT |
| STELCO INC. | PRESIDENT'S STATEMEN |
| STRATAS CORPORATION LTD., THE | AUD. ANN. FIN. STMT. |
| STROUD RESOURCES LTD. | SHRHLDRS. MTNG. MAT. |
| SULLIVAN MINES INC. | PRESS RELEASE |
| SUMACH RESOURCES INC. | IFS 3 MN MR 31 84 |
| SUMMIT 2-B, THE | AUD. ANN. FIN. STMT. |
| SUMMIT 2-B, THE | CERTIF. OF MAILING |
| SUMMIT LIMITED PARTNERSHIP | AUD. ANN. FIN. STMT. |
| SUMMIT LIMITED PARTNERSHIP | CERTIF. OF MAILING |
| SYLVAN PARK ESTATES LIMITED PARTNERSHIP | PRELIM. PROSPECTUS |
| TAMAN RESOURCES LIMITED | SHRHLDRS. MTNG. MAT. |
| TANDY CORPORATION | PRESS RELEASE |
| TANDY CORPORATION | PRESS RELEASE |
| TARA EXPLORATION AND DEVELOPMENT COMPANY | SHRHLDRS. MTNG. MAT. |
| TEX-U.S. OIL AND GAS INC. | PRESS RELEASE |
| TJN GOLD EXPLORATIONS INC. | AUD. ANN. FIN. STMT. |
| TJN GOLD EXPLORATIONS INC. | IFS 3 MN AP 30 84 |
| TJN GOLD EXPLORATIONS INC. | NOTICE OF MEETING |
| TJN GOLD EXPLORATIONS INC. | CHANGE OF AUDITORS |

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|--|----------------------|
| TOBURN GOLD MINES LTD. | IFS 9 MN MR 31 84 |
| TONKA RESOURCES INC. | RULING/ORDER/REASONS |
| TORSTAR CORPORATION | PRESS RELEASE |
| TRANS-WESTERN EXPLORATION, INC. | PRESS RELEASE |
| TRANSALTA RESOURCES CORPORATION | IFS 3 MN MR 31 84 |
| TRANSALTA UTILITIES CORPORATION | PRESS RELEASE |
| TRANSCANADA PIPELINES LIMITED | PRESS RELEASE |
| TREASURE VALLEY EXPLORATIONS LTD. | T.S.E. MATERIAL |
| TRI-STAR RESOURCES LTD. | FISCAL YEAR END |
| TRIANGLE EXPLORATIONS LIMITED | IFS 6 MN AP 30 84 |
| TRIANGLE EXPLORATIONS LIMITED | CERTIF. OF MAILING |
| TRIBUNE COMPANY | APPLICATION |
| TRILOGY RESOURCES CORPORATION | FORM 27-MAT. CHANGE |
| TRINITY RESOURCES LTD. | PRESS RELEASE |
| TRINITY RESOURCES LTD. | PRESS RELEASE |
| TRIZEC CORPORATION LTD. | SPEC. MTG. SOL. MAT. |
| TRIZEC CORPORATION LTD. | SPEC. MTG. SOL. MAT. |
| TUDOR ENERGY CORPORATION LTD. | IFS 6 MN MR 31 84 |
| TUDOR ENERGY CORPORATION LTD. | T.S.E. MATERIAL |
| TURBO RESOURCES LIMITED | PRESS RELEASE |
| UBI RESOURCES INC. | FORM 28-ANN. FILING |
| ULTRAMAR PLC. | PRESS RELEASE |
| ULTRAMAR PLC. | SHRHLDRS. MTNG. MAT. |
| UNICORP CANADA CORPORATION | PRESS RELEASE |
| UNICORP CANADA CORPORATION | LETTERS OF TRANSMITT |
| UNICORP CANADA CORPORATION | FORM 27-MAT. CHANGE |
| UNION GAS LIMITED | PRESS RELEASE |
| UNION GAS LIMITED | PRIVATE PLACEMENTS |
| UNITED ACCUMULATIVE RETIREMENT FUND | APPENDICES TO PRO. |
| UNITED AMERICAN FUND LTD. | APPENDICES TO PRO. |
| UNITED SECURITY FUND | PROSPECTUS |
| UNITED STATES STEEL CORPORATION | IFS 3 MN MR 31 84 |
| UNITED VENTURE FUND LTD. | PROSPECTUS |
| UNITED VENTURE RETIREMENT FUND | APPENDICES TO PRO. |
| UNIVERSAL EXPLORATIONS (83) LTD. | IFS 6 MN AP 30 84 |
| UNIVERSAL EXPLORATIONS (83) LTD. | LET. TO SHAREHOLDERS |
| UNIVERSAL FUELS COMPANY | PRESS RELEASE |
| VAN HORNE GOLD EXPLORATION INC. | SPEC. MTG. SOL. MAT. |
| VILLACENTRES LIMITED | TAKEOVER/FORM 35 |
| VS SERVICES LTD. | PRESS RELEASE |
| WADDY LAKE RESOURCES INC. | IFS 1 MN MR 31 84 |
| WAINOCO 80 CANADA | AUD. ANN. FIN. STMT. |
| WAINOCO OIL CORPORATION | LET. TO SHAREHOLDERS |
| WALTER E. HELLER CANADA LTD. | FORM 29 OR ACFC |
| WALTER E. HELLER CANADA LTD. | AUD. ANN. FIN. STMT. |
| WARRINGTON INC. | IFS 3 MN MR 31 84 |
| WESTAR MINING LTD. | PRESS RELEASE |
| WESTCOAST TRANSMISSION COMPANY LIMITED | PRESS RELEASE |

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| WESTERN QUEBEC MINES COMPANY LIMITED | IFS 3 MN MR 31 84 |
| WESTFORT PETROLEUMS LTD. | PRESS RELEASE |
| WIC WESTERN INTERNATIONAL COMMUNICATIONS | FORM 27-MAT. CHANGE |
| WINDSOR LEASE INCOME LIMITED PARTNERSHIP | PROSPECTUS |
| WOODWARD'S LIMITED | T.S.E. MATERIAL |
| WOODWARD'S LIMITED | PRESS RELEASE |
| XANADU FUND LIMITED | IFS 6 MN MY 31 84 |

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CHAPTER 11

NEW ISSUE AND SECONDARY FINANCING

11.1 PRELIMINARY PROSPECTUSES RECEIVED

11.1.1 REIGATE RESOURCES (CANADA) LTD.

June 12, 1984

Reigate Resources (Canada) Ltd.

National Issue-Alberta

Offering up to 1,000,000 units, each unit consisting of one * % voting retractable tenderable senior preferred share, Series A with a stated value of \$5.00 per share, five Series A share purchase warrants and one Series B share purchase warrant. Units are offered at the price of \$5.00 per unit.

Agents: Odlum Brown Limited
Yorkton Securities Inc.
McDermid, Miller & McDermid Limited
C. M. Oliver & Company Limited

11.1.2 SOUTHERN EAGLE PETROLEUM INC.

June 13, 1984

Southern Eagle Petroleum Inc.

Offering 500,000 common shares at a price of \$1.60 per share.

Secondary Offering: 175,000 common shares at \$1.75-\$3.75 per share

Underwriter: Gordon-Daly Grenadier Limited

11.1.3 WESTFIELD MINERALS LIMITED

Westfield Minerals Limited

National Issue-Ontario

Offering up to \$ *, * ordinary units at a price of \$ * per ordinary unit and up to \$ *, * flow-through units at a price of \$ * per flow-through unit.

Agents: Walwyn Stodgell Cochran Murray Limited
Midland Doherty Limited

11.1.4 KANATA GENESIS FUND LTD.

June 15, 1984

Kanata Genesis Fund Ltd.

Offering 2,500,000 units, each unit consisting of one common share and one share purchase warrant at a price of \$1.25.

Distributor: Kanata Genesis Fund Ltd.

11.1.5 RUSSELL HOLDINGS LIMITED

Russell Holdings Limited

A preliminary prospectus has been filed pursuant to section 52(2) of the Securities Act.

11.1.6 SYLVAN PARK ESTATES LIMITED PARTNERSHIP

June 20, 1984

Sylvan Park Estates Limited Partnership

National Issue-Manitoba

Offering 3,785,000 limited partnership units at a price of \$1.00 per unit with a minimum subscription of \$10,000.

Agent: Qualico Securities Ltd.

11.1.7 BARRTOR CANADIAN FUND

Barrtor Canadian Fund

Offering trust units at the net asset value per unit.

Distributor: Cassels Blaikie & Co. Limited

11.1.8 TRANS QUEBEC & MARITIMES PIPELINE INC.

Trans Quebec & Maritimes Pipeline Inc.National Issue-Quebec

Offering \$ *,000,000 * % first mortgage bonds, Series A at a price of * plus accrued interest, if any, to yield * %. The bonds are guaranteed by TQM Pipeline Partnership.

Underwriters: Nesbitt Thomson Bongard Inc.
Dominion Securities Pitfield Limited

11.1.9 NABISCO BRANDS LTD.

June 22, 1984

Nabisco Brands Ltd.National Issue-Ontario

Offering \$ *, * common shares, at a price of \$ * per share.

Underwriter: Burns Fry Limited

11.1.10 REDAURUM RED LAKE MINES LIMITED

Redaurum Red Lake Mines Limited

A secondary distribution of 1,609,651 previously issued shares in the capital of Redaurum Red Lake Mines Limited now held by McFinley Mines Limited as to 1,413,401 shares and 196,250 shares held by A.H.A. Automotive Technologies Corporation.

11.1.11 DONLEE MANUFACTURING INDUSTRIES LIMITED

June 27, 1984

Donlee Manufacturing Industries Limited

National Issue-Ontario

Offering \$ *, * common shares at a price of \$ * per common share.

Underwriters: Dominion Securities Pitfield Limited
Burns Fry Limited

11.1.12 FALCON POINT RESOURCES LIMITED

Falcon Point Resources Limited

Offering 1,000,000 common shares without par value at a price of \$1.00 per share.

Secondary Offering: 409,146 shares at \$1.00-\$2.75

Underwriter: Gordon-Daly Grenadier Limited

11.1.13 MASCOT GOLD MINES LIMITED

Mascot Gold Mines Limited

National Issue-Ontario

Offering up to * units, each unit consisting of * Series I share purchase warrant, * Series II share purchase warrants and the right to earn * common shares for each \$ * expended during 1984 on Canadian exploration expense as defined in the Income Tax Act (Canada). Offered at a price of \$ * per unit.

Agent: Levesque, Beaubien Inc.

11.1.14 GREAT HORN MINING, INC.

June 28, 1984Great Horn Mining, Inc.

Offering a total of 1,400,000 shares. 175,000 shares are being offered in Canada and 1,225,000 shares are being offered in the U.S. and elsewhere. Shares are issued at a price of U.S. \$4.00 per share.

Distributed through registered securities dealers in Ontario.

11.1.15 MORGAN HYDROCARBONS INC.

Morgan Hydrocarbons Inc.National Issue-Alberta

Offering \$ * (* shares) * % cumulative redeemable convertible second preferred shares, Series B at a price of \$25 per share to yield * % per annum.

Underwriter: McLeod Young Weir Limited

11.1.16 ONYX PETROLEUM EXPLORATION COMPANY LTD.

Onyx Petroleum Exploration Company Ltd.National Issue-Alberta

Offering \$ *, * units, each unit consisting of the right to earn 100 common shares of the Company at a rate of one common share for each \$ * of Unitholders' Funds expended on behalf of Unitholders on Canadian exploration expense, Canadian development expense or Canadian oil and gas property expense, as defined in the Income Tax Act (Canada). Units are offered at \$ * per unit.

Agent: McLeod Young Weir Limited

11.1.17 THE PIZZA HOTLINE OF TORONTO INC.

The Pizza Hotline of Toronto Inc.

Offering 2,000,000 units, each unit consisting of one common share and one Class A warrant at a price of \$0.35 per unit.

Underwriter: Housser & Co. Limited

11.1.18 DOFOR INC.

June 29, 1984

Dofor Inc.National Issue-Quebec

Offering \$ *, (* shares) \$ * Class A retractable preferred shares Series 1 (cumulative and redeemable) at a price of \$ * per share to yield * % per annum.

Underwriters: Levesque, Beaubien Inc.
Richardson Greenshields of Canada Limited
Dominion Securities Pitfield Limited
Geoffrion, Leclerc Inc.

11.2 PRELIMINARY SHORT FORM PROSPECTUS RECEIVED

11.2.1 INCO LIMITED

June 15, 1984

Inco LimitedNational Issue-Ontario

Offering Cdn. \$ * (* shares) cumulative redeemable commodity-indexed preferred shares, Series C and U.S. \$ * (* shares) cumulative redeemable commodity-indexed preferred shares, Series D at a price of Cdn. \$25 per Series C preferred share and U.S. \$25 per Series D preferred share.

Underwriters: Dominion Securities Pitfield Limited
Wood Gundy Limited
Richardson Greenshields of Canada Limited

11.3 AMENDMENTS RECEIVED

11.3.1 JONES HEWARD AMERICAN FUND

June 14, 1984

Jones Heward American Fund

Amendment #1 dated June 13, 1984 to prospectus dated February 27, 1984.

11.3.2 JONES HEWARD FUND LTD.

Jones Heward Fund Ltd.

Amendment #1 dated June 13, 1984 to prospectus dated October 20, 1984.

11.4 ANNUAL INFORMATION FORMS RECEIVED

11.4.1 GAZ METROPOLITIAN, INC.

June 13, 1984

Gaz Metropolitan, Inc.

National Issue-Quebec

A first annual information form dated June 6, 1984 has been filed by Gaz Metropolitan, Inc.

11.4.2 THE MERCANTILE BANK OF CANADA

June 15, 1984

The Mercantile Bank of Canada

A first annual information form dated June 13, 1984 has been filed by The Mercantile Bank of Canada.

11.4.3 STELCO INC.

June 21, 1984

Stelco Inc.

An annual information form dated June 18, 1984 has been filed by Stelco Inc. This is an initial filing.

11.4.4 ASAMERA INC.

June 25, 1984

Asamera Inc.

National Issue-Alberta

An annual information form dated June 14, 1984 has been filed by Asamera Inc. This is an initial filing.

11.4.5 SHERRITT GORDON MINES LIMITED

June 26, 1984

Sherritt Gordon Mines Limited

An annual information form dated June 15, 1984 has been filed by Sherritt Gordon Mines Limited. This is an initial filing.

11.4.6 TRIMAC LIMITED

Trimac Limited

National Issue-Alberta

An annual information form dated June 22, 1984 has been filed by Trimac Limited. This is an initial filing.

11.5 FINAL RECEIPTS ISSUED - PROSPECTUSES

11.5.1 BURNS FRY CANADIAN FUND

Burns Fry Canadian Fund

Final receipt issued June 28, 1984 for a prospectus dated June 27, 1984, qualifying for sale units at net asset value on a continuous basis.

Distributor: Burns Fry Investment Management Limited

11.5.2 BURNS FRY FUND

Burns Fry Fund

Final receipt issued June 28, 1984 for a prospectus dated June 27, 1984, qualifying for sale units at net asset value on a continuous basis.

Distributor: Burns Fry Investment Management Limited

11.5.3 QUEENSTAKE RESOURCES LTD.

Queenstake Resources Ltd.

Final receipt issued June 27, 1984 for a prospectus dated June 26, 1984 qualifying for sale, on a best efforts basis, 1,000,000 units at \$5.50 per unit. Each unit consists of one common share and one common share purchase warrant. Two common share purchase warrants will entitle the holder to purchase one common share on or before July 17, 1985 at \$5.50 and thereafter increasing to \$6.50 until expiry on July 17, 1986. The minimum net proceeds to the Company will be \$1,023,000 based on 200,000 units. Maximum net proceeds to the Company will be \$5,115,000.

Agent: Midland Doherty Limited

11.6 RECEIPT ISSUED - EXCHANGE OFFERING PROSPECTUS

11.6.1 HAYES RESOURCES INC.

Hayes Resources Inc.

Receipt issued June 29, 1984 for an exchange offering prospectus dated June 29, 1984 qualifying 700,000 units (either Class "A" or Class "B") at \$0.65 per unit to net the Company \$420,000 after commission but before expenses of the issue. Each Class "A" unit consists of one common share and .5 share purchase warrant. Each Class "B" unit consists of non-transferable rights to earn common shares of the Company at the rate of one earned share for each \$0.65 of qualifying Canadian Exploration Expense ("CEE") incurred, and .5 share purchase warrant. Each share purchase warrant entitles the holder to purchase either additional common shares at a price of \$0.85 per share or the non-transferable right to earn common shares of the Company at the rate of one additional earned share for each \$0.85 of CEE incurred, in either case, at any time on or before January 15, 1985.

Sales Agent: Jones Gable & Company Limited

11.7 FINAL RECEIPT ISSUED - PROSPECTING SYNDICATE AGREEMENT

11.7.1 EVEON EXPLORATION SYNDICATE

Eveon Exploration Syndicate

Final receipt issued June 29, 1984 for a prospecting syndicate agreement qualifying 250 units of the Syndicate, without any nominal or par value, to be issued for a total consideration not exceeding \$250,000.

Managers: Donald Pearl
Steve Bortnick

11.8 RIGHTS OFFERING ACCEPTED

11.8.1 CULTUS PACIFIC N.L.

June 29, 1984

Cultus Pacific N.L.

Material acceptable to the Commission has been received pursuant to paragraph 34(1)14 and subsection 71(1) (h) of the Securities Act (Ontario).

11.9 RIGHTS OFFERING WITHDRAWN

11.9.1 VAN HORNE GOLD EXPLORATION INC.

July 3, 1984

Van Horne Gold Exploration Inc.

The proposed rights offering by Van Horne Gold Exploration Inc. has been withdrawn at the request of the issuer.

11.10 ANNUAL INFORMATION FORM ACCEPTED

11.10.1 MARITIME TELEGRAPH AND TELEPHONE COMPANY, LIMITED

July 3, 1984

Maritime Telegraph and Telephone Company, Limited

An annual information form dated June 26, 1984 filed by Maritime Telegraph and Telephone Company, Limited has been accepted by the Commission.

11.11 PRELIMINARY PROSPECTUS WITHDRAWN

11.11.1 MUNICIPAL FINANCIAL CORPORATION

June 29, 1984

Municipal Financial Corporation

The preliminary prospectus dated April 6, 1984 filed by Municipal Financial Corporation has been withdrawn at the request of the issuer.

CHAPTER 11
REGISTRATIONS WILL

THERE IS NO MATERIAL FOR THIS CHAPTER
IN THIS ISSUE

CHAPTER 25
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25.1 TRANSFER WITHIN ESCROW
25.1.1 BROULAN RESOURCES INC.

June 27, 1984

Broulan Resources Inc.

| <u>FROM</u> | <u>TO</u> | <u>NO. OF SHARES</u> |
|-----------------|--------------|----------------------|
| Hills & Company | Maude Abrams | 461.25 |

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NOTICE OF BULLETIN APPENDIX C

In this issue of the Bulletin dated July 6, 1984, Volume 7, # 27/84, we have included an Index for Volume 7, covering the period from January 6, 1984, to June 29, 1984.

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| DRATSCO INC. & ROCK AND RULE (FORMERLY DRATS) | 2793 |
| DUBENSKI GOLD MINES LIMITED | 1893 |
| DUNCAN GOLD RESOURCES INC. - S. 73 | 1633 |
| DUNCAN PARK HOLDINGS CORPORATION | 2835 |
| DYNAMIC PROSPECTOR FUND | 553 |
| DYNAMIC SAVINGS FUND | 406 |
| DOMINION SECURITIES PITFIELD LIMITED | 2855 |
| E. A. MANNING LIMITED | 2855 |

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| EASTERN AIR LINES, INC. - S. 73 | 1527 |
| EASTERN BAKERIES LIMITED - S. 117 | 1098 |
| EASTERN BAKERIES LIMITED - S. 117 | 1322 |
| EATON BAY COMMONWEALTH FUND LTD. | 1893 |
| EATON BAY GROWTH FUND LTD. | 1893 |
| EATON BAY INTERNATIONAL FUND LTD. | 1894 |
| ECHO BAY MINES LTD. | 1303 to 1304 |
| ECHO BAY MINES LTD. | 1702 to 1703 |
| ECLIPSE RESOURCES CORP. | 2427 |
| EDDA RESOURCES INC. | 583, 661 |
| EDDA RESOURCES INC. | 1075 |
| EDEN ROC MINERAL CORP. | 118 |
| EDEN ROC MINERAL CORP. | 1306 |
| ELDAMAR INVESTMENTS PARTNERSHIP | 1803 |
| ELDAMAR INVESTMENTS PARTNERSHIP | 2298 |
| EMBASSY RESOURCES LTD. | 93 |
| EMBASSY RESOURCES LTD. - S. 82 | 2337 |
| EMPIRE COMPANY LIMITED | 1617 |
| EMPIRE COMPANY LIMITED | 1894 |
| ENEXCO INTERNATIONAL LIMITED | 1901 |
| ENSTAR CORPORATION | 2625 |
| EQUITY SILVER MINES LIMITED | 115 |
| ERICKSON GOLD MINES LTD. | 120 |
| ERICKSON GOLD MINES LTD. | 1181 |
| EVERGREEN ENERGY RESOURCES LTD. | 2125 |
| EXCHANGE TRADED PRECIOUS METAL CERTIFICATES | 1422 |
| EXECUTIVE INTERNATIONAL INVESTORS LTD. | 1431 |
| EXEMPT PURCHASERS | 295 |
| EXEMPT PURCHASERS | 582 |
| EXEMPT PURCHASERS | 771 |
| EXEMPT PURCHASERS | 1728 |
| EXEMPT PURCHASERS | 1816 |
| EXEMPT PURCHASERS | 2156 |
| EXPLORATION SDBJ 1980, SOCIETE EN COMMANDITE | 1279 |
| EXPLORATIONS BANQUE-OR INC. - S. 73 | 883 |
| EXROY RESOURCES LTD. | 763 |
| EXTENDING CEASE TRADING ORDERS | 303 |
| EXTENDING CEASE TRADING ORDERS | 686 |
| EXTENDING CEASE TRADING ORDERS | 1535 |
| EXTENDING CEASE TRADING ORDERS | 1824 |
| EXTENDING CEASE TRADING ORDERS | 1922 |
| EXTENDING CEASE TRADING ORDERS | 2797 |
| EXXETER RESOURCES CORP. | 2791, 2795 |
| FABIEN EXPLORATIONS INC. | 660 |
| FALCONBRIDGE LIMITED | 121 |
| FALCONBRIDGE LIMITED | 407 |
| FALCONBRIDGE LIMITED | 2440, 2447 |
| FAR WEST FINANCIAL SERVICES CORP. | 1105 |
| FENLON FINANCIAL INC. | 2855 |
| FIDINAM PROPERTIES INC. | 2425 |
| FILMTRUST SECURITIES OF CANADA LIMITED | 260 |
| FINANCIAL DISCLOSURE ADVISORY BOARD SECTION 4(1) | 863 |
| FIRST CITY FINANCIAL CORPORATION LTD. | 1105 |
| FIRST CITY PROPERTIES INC. | 1105 |
| FIRST CITY REALFUND - S. 61(5) & 140 | 873 |
| FIRST CITY TRUST COMPANY | 1105 |
| FIRST MARATHON INC. | 119 |
| FIRST MARATHON INC. | 755 |
| FIRST MARATHON INC. - S. 73 | 1199, 1203 |
| FIRST MARATHON INC. - S. 73(1) | 1219 |
| FIRST MARATHON SECURITIES LIMITED - S. 73(1) | 1219 |

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| FIRST RESERVE SECURITIES INC. - S. 73 | 2350 |
| FISHER, DANIEL WILLIAM | 1427 |
| FORUM FINANCIAL CORPORATION | 1165 |
| FORWARD 1984-1 DRILLING PROGRAM | 1618 |
| FORWARD RESOURCES LTD. | 1618 |
| FORWARD RESOURCES LTD. - S. 71 | 2350 |
| FORWARD RESOURCES LTD. - S. 71 | 2575 |
| FRANCIS, JOHN DRUMMOND | 1089 |
| FREDA RESOURCES INC. | 583 |
| FRENCH ROAD EXPLORATIONS LIMITED | 2794 |
| FRODAC CONSOLIDATED ENERGY RESOURCES LTD. | 273 |
| FUTUREFUND SHARES INC. | 407 |
| FUTURES | 1422 |
| GALORE GOLD RESOURCES INC. | 975 |
| GALORE GOLD RESOURCES INC. | 1405 |
| GAS, THE FRIGHT, COMICS | 2794 |
| GDV INC. | 1317 |
| GENERAL MOTORS ACCEPTANCE CORPORATION OF CANADA, LIMITED | 1503 |
| GENERAL MOTORS ACCEPTANCE CORPORATION OF CANADA, LIMITED | 1619 |
| GENERAL MOTORS ACCEPTANCE CORPORATION OF CANADA, LIMITED | 1896 |
| GENESIS 1981 LIMITED PARTNERSHIP | 93 |
| GENESIS 1981-82 EXPLORATION PROGRAM | 93 |
| GENESIS RESOURCES LTD. | 93 |
| GENSTAR CORPORATION | 2446 |
| GEOCRUDE ENERGY INC. | 1479 |
| GEOCRUDE ENERGY INC. | 1963 |
| GEORGE WESTON LIMITED | 2446 |
| GEORGE WESTON LIMITED - S117 | 2344 |
| GLE RESOURCES LTD. | 116 |
| GLEN ROY RESOURCES INC. | 474 |
| GLOBAL GOLDFOLIO CORPORATION | 1073 |
| GLUSKIN SHEFF & ASSOCIATES INC. | 2855 |
| GOLD HILL RESOURCES INC. | 554 |
| GOLDCORP INVESTMENTS LIMITED | 1319 |
| GOLDEN BRIAR MINES LIMITED | 1309 |
| GOLDEN RANGE RESOURCES INC. | 556 |
| GOLDEN RANGE RESOURCES INC. | 662 |
| GOLDEN RANGE RESOURCES INC. | 979 |
| GOLDEN SPIRIT RESOURCES INC. | 2427 |
| GOLDEN TERRACE RESOURCES CORPORATION | 1075 |
| GOLDEX MINES LIMITED | 1507 to 1508 |
| GOLDEX MINES LIMITED | 2125 to 2126 |
| GOLDQUEST EXPLORATION INC. | 2126 |
| GOLDQUEST EXPLORATION INC. | 2455 |
| GOLDSEARCH INC. | 1407 |
| GOLDSEARCH INC. - S. 73 | 885 |
| GOLDSTALKER RESOURCES LTD. | 473 |
| GOLDSTALKER RESOURCES LTD. | 686 |
| GOTAAS LARSEN SHIPPING CORPORATION | 1216 |
| GOTHIC MINES & OILS LIMITED | 2362 |
| GOTHIC MINES AND OILS LIMITED - S. 79 | 2482 |
| GOVERNING COUNCIL SALVATION ARMY CANADA EAST & WEST, THE | 1816 |
| GOVERNMENT INCENTIVE SECURITIES | 1333 |
| GOVERNMENT INCENTIVE SECURITIES | 2257 |
| GRANBRET HOLDINGS PARTNERSHIP | 1803 |
| GRANBRET HOLDINGS PARTNERSHIP | 2298 |
| GRANDMA LEE'S INC. | 156 |
| GRANFLUME INVESTMENTS PARTNERSHIP | 1803 |
| GRANFLUME INVESTMENTS PARTNERSHIP | 2298 |
| GRANITE CAPITAL DEVELOPMENT CORPORATION | 259 |
| GRANITE RESORTS INC. | 1706 |

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| GREENLINE INVESTOR SERVICES | 488 |
| GREYDANUS ASSOCIATES INVESTMENT COUNSEL LIMITED | 1511 |
| GROWTH EQUITY FUND LIMITED | 295 |
| GROWTH PROPERTIES FUNDS | 2076 |
| GUARDIAN - MORTON SHULMAN PRECIOUS METALS INC. - S. 73 | 2780 |
| GUARDIAN CAPITAL GROUP LIMITED | 2246 |
| GUARDIAN MORTON SHULMAN PRECIOUS METALS INC. | 2247 |
| GUARDIAN PACIFIC RIM CORPORATION | 2582 |
| GUARDIAN PACIFIC RIM CORPORATION | 2583 |
| GUARDIAN PACIFIC RIM CORPORATION | 1517 |
| GUARDIAN PACIFIC RIM CORPORATION - S. 73 | 2851 |
| GUARDIAN TRUSTCO INTERNATIONAL INC. | 2835 |
| GUARDIAN-MORTON SHULMAN PRECIOUS METALS INC. | 1526 |
| GUIDELINES FOR REGISTRATION ORDER EXECUTION ACCESS DEALERS | 1616 |
| GULF CANADA LIMITED | 2444 |
| GULF CORPORATION | 1175 |
| GULF CORPORATION | 1890 |
| GULF CORPORATION | 295 |
| H C I HOLDINGS LIMITED | 2745 |
| H.W.I. RESOURCES INC. | 1316 |
| HAMILTON GROUP LIMITED, THE - S. 73 | 269 |
| HAMMERSON CANADA INC. | 1056 |
| HANDY ANDY AUTO-CENTRES INC. | 1517 |
| HARDEE FARMS INTERNATIONAL LTD. | 1603 |
| HAWKSDALE INVESTMENTS PARTNERSHIP | 2286 |
| HAWKSDALE INVESTMENTS PARTNERSHIP | 2454 |
| HAYES RESOURCES INC. | 230 |
| HEADWAY PROPERTY INVESTMENT 77-II | 532 |
| HEADWAY PROPERTY INVESTMENT 77-II | 155 |
| HEBS INTERNATIONAL CORPORATION | 1503 |
| HELIX CIRCUITS INC. | 1111 |
| HERMAN MILLER, INC. - S. 73 | 1135 |
| HIGH COUNTRY, THE | 2784 |
| HOG WILD, DIRTY TRICKS & SCANNERS | 2077 |
| HOLLINGER ARGUS LIMITED | 1485 |
| HOME FEDERAL BANK OF FLORIDA F.S.B. - S. 73 | 2477 |
| HOSPITAL CORPORATION OF AMERICA - S. 73 | 1508 |
| HUDSON BAY MINES LTD., THE | 122 |
| HUDSON BAY MINING AND SMELTING CO., LIMITED | 1188 |
| HUDSON BAY MINING AND SMELTING CO., LIMITED | 2447 |
| HUDSON BAY MINING AND SMELTING CO., LIMITED | 2783 |
| HUDSON'S BAY OIL AND GAS COMPANY LIMITED - S. 82 | 1989 |
| HUNTER, PETER WILLIAM | 2047 |
| HUSKY INJECTION MOLDING SYSTEMS LTD. | 2444 |
| HUSKY OIL LTD. | 2453 |
| HUSTON RED LAKE RESOURCES LTD. | 276 |
| IVASCO LIMITED | 1417 |
| IMPERIAL OIL LIMITED | 1514 |
| IMPERIAL OIL LIMITED | 655 |
| IMPERIAL REALTY GROWTH FUND | 1708 |
| IMPERIAL REALTY GROWTH FUND | 578 |
| IMPERIAL SQUARE EDMONTON III | 1816 |
| IMPERIAL TRUSTEES, THE | 1806 |
| INCO LIMITED | 682 |
| INLAND NATURAL GAS CO. LTD. | 1408 |
| INLAND NATURAL GAS CO. LTD. | 1427 |
| INTERCONTINENTAL TECHNOLOGIES CORPORATION | 1618 |
| INTERIM POLICY 1.3 - RESTRICTED SHARES | 1971 |
| INTERIM POLICY 1.3 - RESTRICTED SHARES | 1197 |
| INTERIM POLICY 1.3 - RESTRICTED SHARES | 1740 |
| INTERIM POLICY 1.3 - RESTRICTED SHARES | 2000 |
| INTERIM POLICY 1.3 - RESTRICTED SHARES | |

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| INTERIM POLICY 1.3 - RESTRICTED SHARES | 2260 |
| INTERMARKET SERVICES INC. | 140, 142 |
| INTERNATIONAL HYDRON CORPORATION - S. 73 | 1631 |
| INTERPRETATION NOTE | 151 |
| INTERPROVINCIAL PIPE LINE (NW) LTD. | 758 |
| INTERPROVINCIAL PIPE LINE (NW) LTD. | 1300 |
| INVESTIGATIVE ACCOUNTANT | 1630 |
| INVESTMENT DEALERS ASSOCIATION OF CANADA, THE | 6 |
| INVESTMENT DEALERS ASSOCIATION OF CANADA, THE - S. 15, 66 | 2771 |
| INVESTORS DIVIDEND FUND LTD. | 1495 |
| INVESTORS DIVIDEND FUND LTD. | 1816 |
| INVESTORS GROUP, THE | 2077 |
| INVESTORS GROWTH FUND OF CANADA LTD. | 1816 |
| INVESTORS INTERNATIONAL MUTUAL FUND LTD. | 255 |
| INVESTORS INTERNATIONAL MUTUAL FUND LTD. | 1816 |
| INVESTORS JAPANESE GROWTH FUND LTD. | 1497 |
| INVESTORS JAPANESE GROWTH FUND LTD. | 1816 |
| INVESTORS MUTUAL OF CANADA LTD. | 972 |
| INVESTORS MUTUAL OF CANADA LTD. | 1816 |
| INVESTORS SECURITIES MANAGEMENT LTD. | 260 |
| JAEGER CANADA EQUIPMENT LTD. | 1302 |
| JAVA RESOURCES LTD. | 275 |
| JEMS INVESTMENTS (QUEBEC) INC. | 2298 |
| JEN-TEK ENTERPRISES & EXPLORATIONS INC. | 1304 |
| JOFFRE RESOURCES LTD. | 1331 |
| JOFFRE RESOURCES LTD. | 1535 |
| JONES HEWARD & COMPANY LTD. | 2858 |
| JONES HEWARD & COMPANY LTD. | 2855 |
| JONES HEWARD AMERICAN FUND | 1300 |
| JONPOL EXPLORATIONS LIMITED - S. 73 | 997 |
| JOEX LIMITED | 388 |
| JOEX LIMITED | 1056 |
| JOEX LIMITED | 1814 |
| JUPITER RESOURCE EXPLORATIONS LIMITED | 476 |
| KANATA GENESIS FUND LTD. | 759 |
| KEEPRITE INC. | 123 |
| KEEPRITE INC. | 1184 |
| KENSINGTON II PARTNERSHIP | 300 |
| KENSINGTON II PARTNERSHIP | 474 |
| L.A. VARAH LTD. | 1617 |
| LA PREMIERE SOCIETE EN COMMANDITE CAMCHIB | 1389 |
| LABMIN RESOURCES LIMITED | 2077 |
| LAC MINERALS LTD. | 1185 |
| LAC MINERALS LTD. | 1500 |
| LAC MINERALS LTD. | 1701 |
| LANPAR TECHNOLOGIES INC. | 1623 |
| LAVA CAP RESOURCES LTD. - S. 73 | 578 |
| LAVA CAP RESOURCES LTD. - S. 79 | 2333 |
| LEHNDORFF PROPERTIES (CANADA) III | 2425 |
| LEIGH INSTRUMENTS LIMITED | 257 |
| LEIGH INSTRUMENTS LIMITED | 971 |
| LENORA EXPLORATIONS LTD. - S. 73 | 2573 |
| LEVI STRAUSS & CO. | 1207 |
| LINCOLN NATIONAL LIFE INSURANCE COMPANY | 1728 |
| LLOYDMINISTER GAS COMPANY LIMITED - S. 99 | 2251 |
| LLOYDMINISTER GAS COMPANY LIMITED - S. 99 (E) | 2356 |
| LLOYDMINISTER GAS COMPANY LIMITED, THE | 2401 |
| LLOYDMINISTER GAS COMPANY LIMITED, THE | 2735 |
| LOBLAW COMPANIES LIMITED | 2444 |
| LOCHIEL EXPLORATION LTD. | 292 |
| LOCHIEL EXPLORATION LTD. - S. 73 | 1521 |

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| LODE RESOURCE CORPORATION | 117 |
| LOKI RESOURCES INC. | 583 |
| LOKI RESOURCES INC. | 1706 |
| LOUISBURG PROPERTY HOLDINGS LIMITED | 2797 |
| LOVE | 2792 |
| MACDONALD, N. DOUGLAS | 1089 |
| MACLEAN HUNTER LIMITED | 1503 |
| MACLEAN HUNTER LIMITED | 1704, 1710 |
| MACLEAN HUNTER LIMITED | 1896 |
| MACLEOD-STEDMAN INC. | 2657 |
| MACMILLAN BLOEDEL LIMITED | 2441 |
| MADISON OILS LIMITED | 93 |
| MADISON OILS LIMITED | 643 |
| MADUFF & SONS, INC. | 881 |
| MADUFF & SONS, INC. | 866 |
| MADUFF & SONS, INC. | 1091 |
| MADUFF & SONS, INC. | 1518 |
| MADUFF & SONS, INC. | 1714 |
| MAGELLAN PETROLEUM CORPORATION | 1499 |
| MAGNACON MINES LIMITED | 565 |
| MANAGEMENT SCIENCE AMERICA, INC. - S. 73 | 2137 |
| MANITOBA PROPERTIES INC. - S. 73 | 2785 |
| MAPLE MOUNTAIN RESOURCES LTD. | 555 |
| MARITIME TELEGRAPH AND TELEPHONE COMPANY, LIMITED | 2447 |
| MARPEP PUBLISHING LIMITED - S.66,140 | 2784 |
| MASCAN CORPORATION | 388 |
| MASCAN CORPORATION | 1315 |
| MASSEY-FERGUSON FINANCE COMPANY OF CANADA LIMITED - S. 12(5) | 1097 |
| MASSEY-FERGUSON LIMITED | 120 |
| MASSEY-FERGUSON LIMITED | 683, 685, 754 |
| MASSEY-FERGUSON LIMITED - S. 73 | 671 |
| MATT BERRY MINES LIMITED | 301 |
| MAYLAC GOLD MINES LIMITED | 1821 |
| MAYLAC GOLD MINES LIMITED | 1922 |
| MAYNARD ENERGY INC. | 1963 |
| MCCAIN FOODS LIMITED | 2077 |
| MCCAIN FOODS LIMITED | 2215 |
| MCCAIN FOODS LIMITED | 2525 |
| MCNEIL, MANTHA, INC. | 2855 |
| MCPHAR INSTRUMENT CORPORATION | 1715 |
| MD REALTY FUND - S. 61(5) | 1328 |
| MD REALTY FUND | 1624 |
| MEDINA ENERGY RESOURCES CORPORATION - S. 73 | 288 |
| MEENRECO CORPORATION - S. 73 | 288 |
| MEGACARD TECHNOLOGIES INC. | 2 |
| MEGATON MINES LIMITED | 665 |
| MEMBERS OF THE TORONTO FUTURES EXCHANGE, THE | 138 |
| MER EQUITY FUND | 659 |
| MER GROWTH FUND | 658 |
| MER MONEY MARKET FUND | 659 |
| MER MONEY MARKET FUND | 978 |
| MERIT INVESTMENT CORPORATION - S. 73 | 465 |
| MERLAND EXPLORATIONS LIMITED | 573 |
| MERLAND EXPLORATIONS LIMITED | 1515 |
| MERLAND EXPLORATIONS LIMITED - S.140 | 2342 |
| MERLAND EXPLORATIONS LIMITED - S.140 | 2775 |
| MESA PETROLEUM CO. | 1105 |
| MESTON LAKE RESOURCES INC. | 1279 |
| MEXICAN LIGHT AND POWER COMPANY LIMITED, THE | 2336 |
| MICROCOMP 83 R & D PROGRAM LIMITED PARTNERSHIP | 123 |
| MICROCOMP 83 R & D PROGRAM LIMITED PARTNERHSIP | 1318 |

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| MIDCON OIL & GAS LIMITED | 2401 |
| MIDLAND DOHERTY FINANCIAL CORPORATION - S. 73 | 2002 |
| MILLERS COVE ENERGY COMPANY, INC. - S. 73 | 288 |
| MILLSTREAM MINES LTD. | 976 |
| MILLSTREAM MINES LTD. | 1891 |
| MILLSTREAM MINES LTD. | 2656 |
| MILNER CONSOLIDATED SILVER MINES LIMITED | 1189 |
| MINORCO CANADA LIMITED | 2156 |
| MISSION RIVER PETROLEUM LTD. | 2146 |
| MIT 84-1 | 553 |
| MIT 84-2 | 756 |
| MIT 84-2 | 1073 |
| MIT 84-3 | 2428 |
| MITEL CORPORATION | 755 |
| MKW LOTUS FUND | 408 |
| MKW LOTUS FUND | 1181 |
| MOIRA PARTNERSHIP | 300 |
| MOIRA PARTNERSHIP | 474 |
| MONTREAL TRUST INVESTMENT FUND | 1895 |
| MONTREAL TRUSTCO INC. | 119 |
| MONTREAL TRUSTCO INC. | 555 |
| MORGAN EXPLORATIONS INC. - S. 73 | 2483 |
| MORGAN GROWTH FUND | 1299 |
| MORGAN HYDROCARBONS INC. - S. 79 | 2343 |
| MORGAN HYDROCARBONS INC. - S. 73 | 2483 |
| MORGAN INCOME FUND | 1299 |
| MORGAN MANAGED FUNDS | 1299 |
| MORGAN TRUSTCO INC. | 976 |
| MORGAN TRUSTCO INC. | 1613 |
| MORGAN WORLDWIDE FUND | 1299 |
| MORRISON PETROLEUMS LTD. | 1056 |
| MOTHER'S RESTAURANTS LIMITED - S. 73 | 1213 |
| MOTHER'S RESTAURANTS LIMITED - S. 79 (B) (II) | 1212 |
| MOTHER'S RESTAURANTS LIMITED - S. 73 | 2139 |
| MSM MARKETING LTD. AND R.F. OILS LTD. | 1911 |
| MTA MANAGEMENT INC. | 561 |
| MULTIVEST | 1704 |
| MULTIVEST EQUITY COREFUND | 2426 |
| MULTIVEST EQUITY GROWTH FUND | 2426 |
| MULTIVEST EQUITY VALUE PRESERVATION FUND | 2426 |
| MULTIVEST FIXED INCOME COREFUND | 2426 |
| MULTIVEST MONEY MARKET FUND | 2426 |
| MUNICIPAL FINANCIAL CORPORATION | 1706 |
| MUTUAL FUNDS - MANAGER TO SIGN PROSPECTUS | 134 |
| MUTUAL FUNDS - MANAGER TO SIGN PROSPECTUS | 987 |
| NABU MANUFACTURING CORPORATION - S. 73 | 3 |
| NABU NETWORK CORPORATION - S. 73 | 3 |
| NATIONAL BANK MORTGAGE CORPORATION - S. 79 | 2682 |
| NATIONAL BANK OF CANADA | 977 |
| NATIONAL BANK OF CANADA | 2440 |
| NATIONAL BANK OF CANADA | 2659 |
| NATIONAL TRUST COMPANY, LIMITED | 1635 |
| NATRUSCO COMMON SHARE FUND LIMITED | 553 |
| NEW ARCADIA EXPLORATIONS LTD. | 839 |
| NEW ARCADIA EXPLORATIONS LTD. | 1279 |
| NEW AUGARITA PORCUPINE MINES LIMITED - S. 79 | 2481 |
| NEW BRUNSWICK TELEPHONE COMPANY, LIMITED, THE | 1504 |
| NEW CAMPBELL ISLAND MINES LTD. | 413 |
| NEW REALM RESOURCES INC. | 1331 |
| NEW REALM RESOURCES INC. | 1535 |
| NEW YORK OILS LIMITED | 1597 |

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| NEWBRUN RESOURCES LTD. | 1886 |
| NEWCAN MINERALS LTD. | 566 |
| NICKEL OFFSETS, LIMITED | 1902 |
| NIMUS RESOURCES LTD. | 93 |
| NIMUS RESOURCES LTD. | 643 |
| NOCOPI PAPER INC. | 115 |
| NORANDA MINES LIMITED | 1889 |
| NORBASKA MINES LIMITED | 557 |
| NORCEN ENERGY RESOURCES LIMITED | 1077 |
| NORFOLK SOUTHERN CORPORATION - S. 73 | 1525 |
| NORTH AMERICAN VENTURES FUND | 1728 |
| NORTHERN TELECOM LIMITED | 1618 to 1619 |
| NORTHERN TELECOM LIMITED | 1709 |
| NORTHERN TELECOM LIMITED | 2448 |
| NORTHEASTERN UTILITIES LIMITED | 2401 |
| NORTHFIELD PETROLEUM CORPORATION | 975 |
| NORTHFIELD PETROLEUM CORPORATION | 1891 |
| NORTHLAND BANK | 973 |
| NORTHWEST DRUG COMPANY LIMITED | 758 |
| NORTHWEST DRUG COMPANY LIMITED | 1301 |
| NORTHWESTERN UTILITIES LIMITED - S. 99 | 2251 |
| NORTHWESTERN UTILITIES LIMITED - S. 99 (E) | 2356 |
| NORTHWESTERN UTILITIES LIMITED | 2735 |
| NOTICE OF INTENTION - FORM 35 | 93 |
| NOTICE OF INTENTION - FORM 35 | 2215 |
| NOTICES | 1415 |
| NOTICES | 1629 |
| NOTICES | 1991 |
| NOVA BEAUCAGE MINES LIMITED - S. 73 | 889 |
| NOVA, AN ALBERTA CORPORATION | 2444 |
| NYNEX CORPORATION - S. 73 | 278 |
| O.S.C. POLICY 5.6 - PROMPT OFFERING QUALIFICATION SYSTEM | 768, 777 |
| O.S.C. POLICY 6.1 (II) (D) | 1333 |
| O.S.C. POLICY STATEMENT 11.1 - DRAFT AMENDMENT | 159, 161 |
| O.S.C. POLICY STATEMENT 11.1 - AMENDMENT | 1009 |
| O.T.G.I.F./AGGRESSIVE EQUITY SECTION | 1301 |
| O.T.G.I.F./DIVERSIFIED PORTFOLIO SECTION | 1301 |
| O.T.G.I.F./FIXED VALUE SECTION | 1301 |
| O.T.G.I.F./MORTGAGE INCOME SECTION | 1301 |
| OAKWOOD PETROLEUMS LTD. | 1802 |
| OAKWOOD PETROLEUMS LTD. | 865, 867 |
| OAKWOOD PETROLEUMS LTD. | 1165 |
| OAKWOOD PETROLEUMS LTD. | 1597 |
| OAKWOOD PETROLEUMS LTD. | 1721, 1731 |
| OAKWOOD PETROLEUMS LTD. | 1801, 1822 |
| OAKWOOD PETROLEUMS LTD. | 1919 |
| OAKWOOD PETROLEUMS LTD. | 1995 |
| OAKWOOD PETROLEUMS LTD. | 2134 |
| OAKWOOD PETROLEUMS LTD. | 2401 |
| OAKWOOD PETROLEUMS LTD. | 1419 |
| OCC SHARES TRUST, THE | 1056 |
| OCEANUS INDUSTRIES (BAHAMAS) LIMITED | 2018 |
| OFFSHORE EXCHANGES-COMMODITY FUTURES CONTRACTS/OPTIONS | 995 |
| OILCORE INVESTMENTS LIMITED | 256 |
| OLD CANADA INVESTMENT CORPORATION | 295 |
| OLD CANADA INVESTMENT CORPORATION LIMITED | 1499 |
| OMEGA HYDROCARBONS LTD. | 1963 |
| ONCAP HOLDING CORPORATION - S. 73 & 99 | 284 |
| ONEX CAPITAL CORPORATION - S. 73 & 99 | 284 |
| ONITAP RESOURCES INC. | 2423 |
| ONTARIO GENERAL INSURANCE COMPANY | 1077 |

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| ONTARIO GENERAL INSURANCE COMPANY | 1894 |
| ONTARIO GENERAL INSURANCE COMPANY | 2237 |
| ONTARIO SECONDARY SCHOOL TEACHERS' FEDERATION | 1711 |
| OPACT ENERGY LTD. | 983 |
| OPACT ENERGY LTD. | 1411 |
| OPACT ENERGY LTD. | 2126 to 2127 |
| OPACT ENERGY LTD. | 2454 |
| OPIMIAN CALIFORNIA VINEYARDS CORPORATION, THE | 753 |
| OPTIONS | 1422 |
| OPTIONS ON FUTURES | 1422 |
| ORCATECH INC. | 257 |
| ORCATECH INC. | 558 |
| ORCATECH INC. | 1407 |
| ORDER EXECUTION ACCESS DEALERS | 1520 |
| ORELOCK EXPLORATIONS LIMITED | 1623 |
| OSC/SECURITIES INDUSTRY POLICY REVIEW | 2766 |
| OTTAWA CURLING CLUB LIMITED, THE | 1056 |
| OUTSTANDING CEASE TRADING ORDERS | 16 |
| OUTSTANDING CEASE TRADING ORDERS | 1536 |
| PACIFIC TELESIS GROUP - S. 73 | 278 |
| PACIFIC WESTERN AIRLINES CORPORATION | 1887 |
| PAGEBROOK REALCO PARTNERSHIP ET AL - S. 99(E) | 1803 |
| PAGEBROOK REALCO PARTNERSHIP | 2298 |
| PAGEBROOK SECURITIES INC. | 663 to 664 |
| PAN CANA-81 LIMITED PARTNERSHIP | 1479 |
| PAN CANA-81 LIMITED PARTNERSHIP | 1963 |
| PANCANA MINERALS LTD. | 1896 |
| PANCANA MINERALS, INC. | 557 |
| PANCANA MINERALS, INC. | 660 |
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CHAPTER 1
NOTICES/PRESS RELEASES

1.1 NOTICES

1.1.1 AUDITORS' CONSENT AND COMFORT LETTERS

Auditors' Consent and Comfort Letters

It has come to the attention of the Commission that the wording of negative assurance representations set out in Section 7100 of the CICA Handbook with respect to example comfort letters filed with preliminary prospectuses and consent letters filed with final prospectuses differs from that specified in the regulations to the Securities Act.

The Commission has informed the CICA that, to be acceptable, the negative assurance wording used in these situations must conform exactly to that set out in the applicable regulations to the Securities Act.

The CICA informed its members of this requirement in the June, 1984 issue of its members' newsletter "Dialogue" as follows:

"Negative assurance wording to comply with Ontario Securities Act

The Ontario Securities Commission (OSC) requires auditors expressing negative assurance in consent letters (and in comfort letters filed with preliminary prospectuses) to follow the exact wording in the regulations to the Ontario Securities Act, reports David Selley, FCA, director of auditing standards.

This wording differs slightly from that used in the example letters in paragraphs 7100.40, .49 and .52 of the CICA Handbook but does not conflict with Section 7100 requirements. Accordingly, practitioners are advised to use the negative assurance wording in the regulations to the act when required to provide these letters to the OSC.

The negative assurance wording required by the OSC is exemplified in the following consent letter representation:

'...I report that I have read the prospectus and have no reason to believe that there are any misrepresentations in the information contained therein that is derived from the financial statements upon which I have reported or that is within my knowledge as a result of my audit of such financial statements.' "

1.2 FILING AND DELIVERING OF ANNUAL FINANCIAL STATEMENTS

Filing and Delivering of Annual Financial Statements

O.S.C. Policy 7.1 has been amended to provide a procedure for filing and delivering of annual financial statements by reporting issuers that are subject to compliance with the continuous disclosure provisions of the Securities Act, S.Q. 1982, chapter 48 (the "Quebec Act").

Section 77 of the Securities Act, R.S.O. 1980, c. 466 (the "Act") provides that every reporting issuer that is not a mutual fund and every mutual fund in Ontario shall file annually within 140 days from the end of its last financial year comparative financial statements and an auditor's report as specified therein. Section 78 of the Act provides that the financial statements and auditor's report required to be filed pursuant to section 77 of the Act shall be sent concurrently by the reporting issuer, or the mutual fund in Ontario, as the case may be, to each holder of its securities other than debt instruments, whose latest address as shown on the books of the reporting issuer, or the mutual fund in Ontario, is in Ontario.

Reporting issuers subject to the provisions of the Quebec Act are required to file annual financial statements and an auditor's report thereon within 90 days from the end of their financial year, but such annual financial statements and auditor's report need not be sent to security holders until the filing of the annual report, which shall contain such financial statements and auditor's report, within 140 days from the end of the financial year of the reporting issuer or mutual fund.

It appears to be desirable that the issuers make concurrent filings of financial statements in all relevant jurisdictions, but it seems unduly onerous to require reporting issuers or mutual funds to deliver the financial statements and auditor's report required by section 77 of the Act to security holders within 90 days from the financial year end of the reporting issuer as it is the practice of most issuers to deliver such financial statements together with the issuer's annual report, information circular and proxy statement in respect of the issuer's annual meeting. Accordingly, Policy 7.1 and the order set forth as Appendix A to Policy 7.1 have been amended to provide that issuers which are reporting issuers under both the Act and the Quebec Act that file financial statements with the Commission are exempted from the requirement of concurrent delivery provided that a news release summarizing the statements is issued concurrently with filing and delivery to holders of securities is made no later than the last date upon which they could have been filed with the Commission in compliance with section 76 or 77 of the Act. Reporting issuers should file with the Commission concurrently with filing under the Quebec Act.

1.3 O.S.C. ADDS 23 NEW STAFF POSITIONS

Management Board of Cabinet has recently approved the addition of 23 new permanent staff positions at the Ontario Securities Commission and the reclassification of three contract positions into permanent positions. Nine of the positions are support positions.

This increase in staff will allow the O.S.C. to discharge its mandate to promote and maintain efficient capital markets in Ontario and is evidence of the province's commitment to maintain a strong presence in the securities and commodity futures markets.

Both the executive and administrative arms of the Commission will be strengthened.

The addition of a Policy and Program Analyst in the Chairman's office will provide the Commission with an enhanced capacity to anticipate market developments and to consider the economic implications of policy initiatives. An Executive Officer will provide the Chairman with executive assistance and will have responsibility for media relations.

The new Office of the General Counsel, comprised of a General Counsel, two Associates and para-legal and secretarial staff will reinforce the "in-house" legal expertise of the Commission.

The Enforcement and Market Regulation Branch will add investigative and liaison staff. Corporate Finance Branch will be hiring a Financial Analyst, to broaden its base of technical expertise, and an Assistant Deputy Director, Legal.

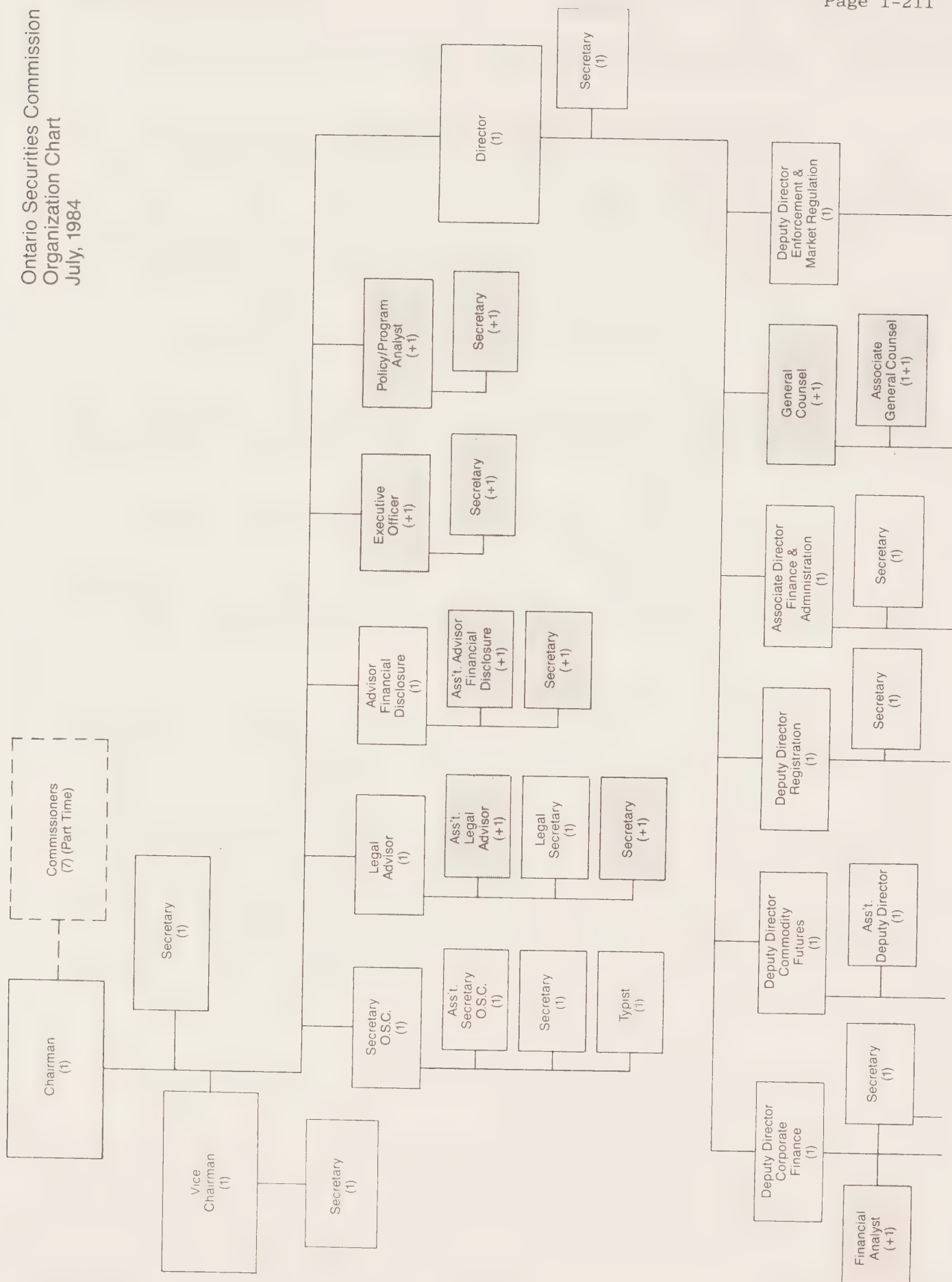
The Associate Director, Finance and Administration will assume some of the administrative duties of the Director.

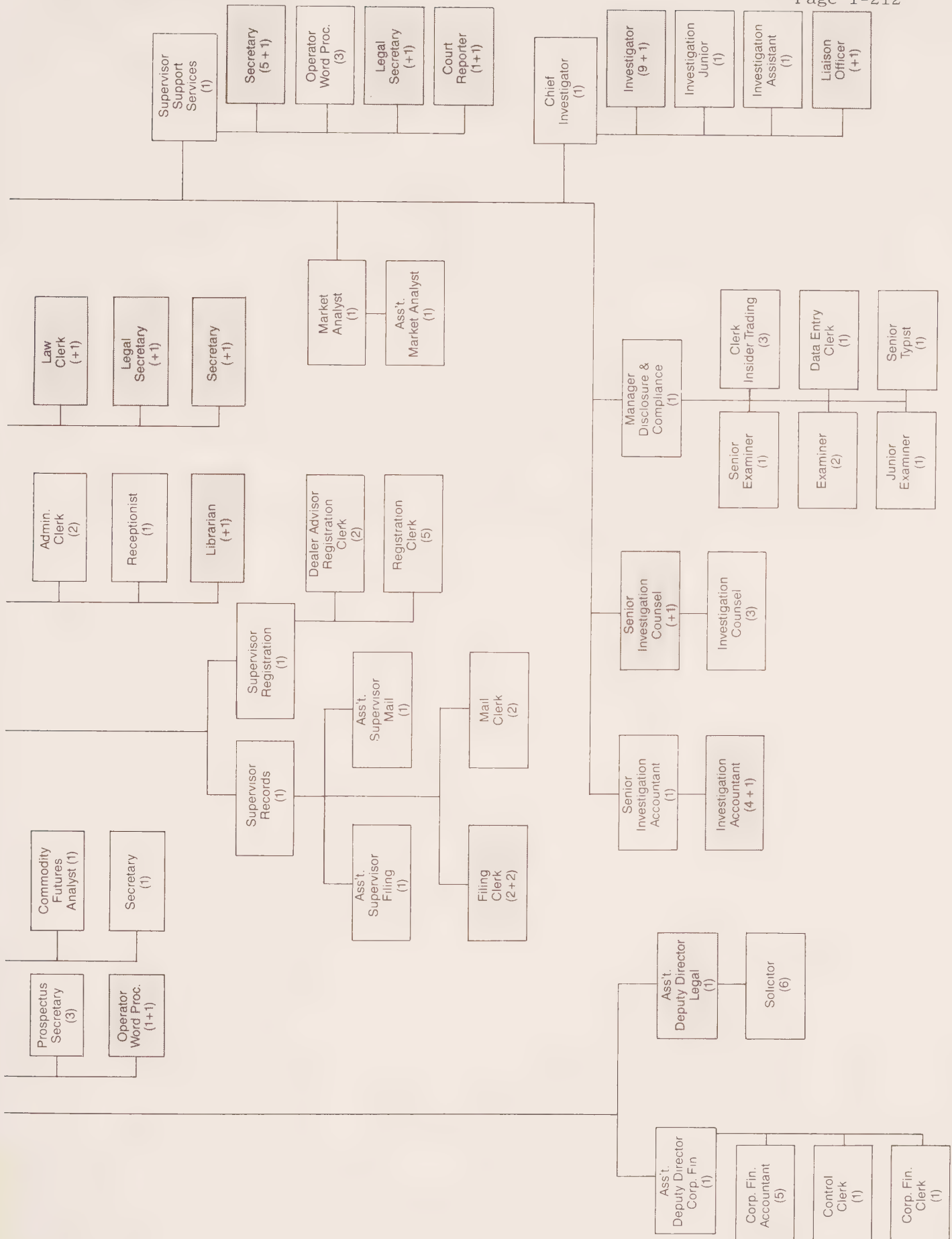
The Commission has also received approval to hire a librarian, assistants to the Legal Advisor and the Advisor, Financial Disclosure and additional support staff.

Following is a revised organization chart for the O.S.C. Newly-created positions and those for which additional complement have been allocated are represented by shaded boxes. Numbers of incumbents are indicated for each position.

Further information concerning the hiring of personnel to fill these positions will be published by the Commission in the near future.

Ontario Securities Commission
Organization Chart
July, 1984





1.4 PRESS RELEASES

1.4.1 K & N INVESTMENT ADVISORS INC.

July 6, 1984

The Ontario Securities Commission announced that it will hold a hearing on Thursday, July 12, 1984 at 10:00 a.m. at its offices on the 18th Floor, 20 Queen Street West, Toronto, concerning an application made by K & N Investment Advisors Inc. under Section 73 of the Securities Act.

K & N is wholly owned by an individual who has been granted permanent residence status in Canada and is a full time resident in Canada but who is not a Canadian citizen and who is not as yet eligible to apply for citizenship. As a result, K & N is a non-resident as defined in the Regulation to the Securities Act and does not meet the requirements for registration. K & N is seeking relief from the residency requirements of the Regulation in order to become registered as portfolio manager and investment counsel.

Any party to this proceeding may be represented by counsel if he attends and submits evidence. If any party fails to attend the hearing, the hearing may proceed in his absence and he is not entitled to any further notice in the proceedings.

CHAPTER 2
DECISIONS, ORDERS AND RULINGS

2.1 NORTHLAND BANK

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER NORTHLAND BANK

ORDER
(Section 117(2)(a)(ii))

UPON the application of NORTHLAND BANK (the "Issuer"), a Company incorporated under the laws of Canada, to the Ontario Securities Commission (the "Commission") pursuant to section 117(2)(a)(ii) of the Securities Act, R.S.O. 1980, c.466, (the "Act");

AND UPON the Commission, pursuant to section 6 of the Act, having assigned to me the power to make such an Order:

AND UPON being satisfied in the circumstances of this particular case that there is adequate justification for so doing:

IT IS ORDERED pursuant to section 117(2)(a)(ii) of the Act that the insiders of the Issuer be and hereby are exempted from the reporting requirements of section 102 of the Act with respect to the acquisition of securities of the Issuer through the Shareholder Dividend Reinvestment and Share Purchase Plan (the "Plan") provided that:

1. Each insider shall file by January 31st of each year a report in the form prescribed by section 102 of the Act disclosing therein any increase not previously reported in the holdings of such insider of securities through the Plan during the twelve month period ending December 31st preceding such date; and
2. If any insider should dispose of securities acquired through the Plan prior to reporting the acquisition thereof, such insider shall file a report in accordance with section 102 of the Act disclosing therein both the acquisition and disposition of such securities.

July 11, 1984.

"John F. Leybourne"

2.2 GOLDEN EARTH RESOURCES INC.

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF GOLDEN EARTH RESOURCES INC.

ORDER
(Section 79(b)(iii) - O.S.C. POLICY 2.6)

UPON the application, received May 29, 1984 and perfected July 3, 1984, of GOLDEN EARTH RESOURCES INC. (the "Issuer"), a company continued under the laws of Ontario to the Ontario Securities Commission (the "Commission") for an order pursuant to section 79(b)(iii) of the Securities Act, R.S.O. 1980, c.466 (the "Act") and Commission Policy 2.6 exempting the Issuer from the requirements of sections 76 and 78 of the Act;

AND UPON the Commission, pursuant to section 6 of the Act, having assigned to me the power to make such an order where a reporting issuer satisfies me that it is dormant or inactive in the sense used in Commission Policy 2.6;

AND UPON being satisfied that to do so would not be prejudicial to the public interest and that in the circumstances of this particular case there is adequate justification for so doing;

IT IS ORDERED pursuant to section 79(b)(iii) of the Act that the Issuer be and hereby is exempted from filing with the Commission and sending to holders of its securities interim financial statements;

AND IT IS FURTHER ORDERED that these exemptions shall terminate thirty days after the occurrence of a material change in the Issuer's affairs unless the Issuer satisfies the Commission that such exemptions should continue.

July 10, 1984.

"John F. Leybourne"

2.3 VEGA GOLD EXPLORATIONS INC.

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF VEGA GOLD EXPLORATIONS INC.

ORDER

(Section 79(b)(iii) - O.S.C. POLICY 2.6)

UPON the application, received and perfected July 3, 1984, of VEGA GOLD EXPLORATIONS INC. (the "Issuer"), a company incorporated under the laws of Ontario to the Ontario Securities Commission (the "Commission") for an order pursuant to section 79(b)(iii) of the Securities Act, R.S.O. 1980, c.466 (the "Act") and Commission Policy 2.6 exempting the Issuer from the requirements of sections 76 and 78 of the Act;

AND UPON the Commission, pursuant to section 6 of the Act, having assigned to me the power to make such an order where a reporting issuer satisfies me that it is dormant or inactive in the sense used in Commission Policy 2.6;

AND UPON being satisfied that to do so would not be prejudicial to the public interest and that in the circumstances of this particular case there is adequate justification for so doing;

IT IS ORDERED pursuant to section 79(b)(iii) of the Act that the Issuer be and hereby is exempted from filing with the Commission and sending to holders of its securities interim financial statements;

AND IT IS FURTHER ORDERED that these exemptions shall terminate thirty days after the occurrence of a material change in the Issuer's affairs unless the Issuer satisfies the Commission that such exemptions should continue.

July 10, 1984

"John F. Leybourne"

2.4 TRI-STAR RESOURCES LTD.

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF TRI-STAR RESOURCES LTD.

ORDER
(Section 79(a)(i))

UPON the application of TRI-STAR RESOURCES LTD. (the "Issuer") a company incorporated under the laws of British Columbia, to the Ontario Securities Commission, for an order permitting it to omit from its interim financial statements for the periods ending June 30, 1984 and September 30, 1984 and to omit from its annual financial statement for the period ending December 30, 1984 required to be filed under Part XVII of the Securities Act, R.S.O. 1980, c.466 (the "Act"), the comparative financial statement for each of the corresponding periods in 1983;

AND UPON being advised that the Issuer acquired 85.71% of the issued and outstanding shares of Beaverhead Resources Ltd. and changed its fiscal year end from October 31, to December 30, commencing December 30, 1983 thereby making it very difficult to prepare comparative financial statements;

AND UPON being satisfied that to do so would not be prejudicial to the public interest;

IT IS ORDERED pursuant to the provisions of section 79(a)(i) of the Act that the Issuer be and is hereby permitted to omit the financial statement for each of the periods ended June 30, September 30 and December 30, 1983, from the financial statement for each of the corresponding periods ending in 1984.

July 11, 1984

"Frank Iacobucci"

"E. S. Miles"

2.5 PLAYBOY ENTERPRISES, INC.

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF PLAYBOY ENTERPRISES, INC.

ORDER
(Section 99(e))

UPON the application of Playboy Enterprises, Inc. ("Playboy") to the Ontario Securities Commission (the "Commission") pursuant to paragraph 99(e) of the Securities Act, R.S.O. 1980, c.466 (the "Act") for an order exempting Playboy from the requirements of Part XIX of the Act;

AND UPON it appearing that:

1. Playboy, a Delaware corporation, is not a reporting issuer as defined in the Act;
2. Playboy is making an offer (the "Offer") to purchase up to 500,000 shares of its common stock, the offer to be made in accordance with the federal securities laws of the United States of America; and
3. The books of Playboy indicate that as of May 31, 1984, 704 (less than 3%) of its shareholders holding 3,010 (less than 1%) of its shares have addresses in Ontario;

AND UPON being of the opinion that to grant this order would not be prejudicial to the public interest;

IT IS ORDERED pursuant to paragraph 99(e) of the Act that Playboy is exempted from the requirements of Part XIX of the Act with respect to the Offer provided that all material in connection with the Offer sent to shareholders shown on the books of Playboy as having addresses in the United States of America is filed with the Commission and sent to shareholders of Playboy having addresses in Ontario.

July 5th, 1984.

"R. J. Kane"

"Frank Iacobucci"

2.6 BURNS FRY LIMITED/BURNS FRY CORPORATION

Headnote

Section 73 - corporate reorganization, trading between employees permitted as if corporation were a private company

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF BURNS FRY LIMITED

AND

IN THE MATTER OF BURNS FRY CORPORATION

RULING
(Setion 73(1))

UPON the application of Burns Fry Limited ("Limited") to the Ontario Securities Commission (the "Commission") pursuant to section 73(1) of the Securities Act, R.S.O. 1980, c. 466 (the "Act");

AND UPON Limited having represented to the Commission that:

- A. Limited was on March 31, 1984 and is now an Ontario corporation which is a private company as defined in paragraph 1(1)31 of the Act;
- B. Burns Fry Corporation ("Corporation") is an Ontario corporation which owns all of the issued and outstanding shares of Limited;
- C. pursuant to an amalgamation effective March 31, 1984 shareholders of Limited received, in exchange for their shares of Limited, shares of Corporation on a basis which resulted in the holding immediately after the amalgamation by each of the shareholders of Limited of the same percentage of outstanding common shares of Corporation as were held by the respective shareholders of common shares of Limited immediately before the amalgamation;
- D. the authorized capital of Corporation consists of an unlimited number of special shares and an unlimited number of common shares of which 2,800,000 Special Shares, Series A and 5,600,000 common shares are issued and outstanding;
- E. all the issued and outstanding shares of Corporation are held by employees, former employees, directors or officers of either Corporation, Limited or wholly-owned subsidiaries of Limited; and
- F. each of the shareholders of Corporation is a party to a shareholders' agreement which restricts the transfer of shares of Corporation;

AND UPON reading the application and the recommendation of the staff of the Commission;

AND UPON being satisfied that to so rule would not be prejudicial to the public interest;

IT IS RULED, pursuant to section 73(1) of the Act, that sections 24 and 52 of the Act do not apply to:

I any trade made before Corporation becomes a reporting issuer in securities of Corporation, provided that:

1. at the time of the trade:

(a) the right to transfer all shares of Corporation is restricted;

(b) the number of shareholders of Corporation, exclusive of persons who are in its employment or the employment of an affiliate and exclusive of persons, who having been formerly in the employment of Corporation or the employment of an affiliate, were, while in that employment, and have continued after the termination of that employment to be, shareholders of Corporation, is limited to not more than fifty, two or more persons who are the joint registered owners of one or more shares being counted as one shareholder; and

(c) any invitation to the public to subscribe for securities of Corporation is prohibited; and

2. the securities which are the subject of the trade are not offered for sale to the public;

II any trade made, on or after the date upon which Corporation becomes a reporting issuer and prior to twelve months after the date upon which Corporation becomes a reporting issuer, in securities of Corporation which are issued and outstanding on the date Corporation becomes a reporting issuer, provided that at the time of the trade:

(a) Corporation is a reporting issuer and is not in default of any requirement of the Act or the regulations made pursuant thereto (the "Regulations");

(b) disclosure to the Commission has been made of the distribution of the securities which are the subject of the trade;

(c) no effort is made to prepare the market or to create a demand for the securities and no extraordinary commission or consideration is paid in respect of the trade; and

(d) the trade is made to an employee, former employee, director or officer of Corporation, of Limited or of a wholly-owned subsidiary of Limited,

provided that the first trade, not otherwise permitted by this ruling, in any securities acquired pursuant to this ruling, is a distribution unless such first trade is not a distribution in accordance with subsection 71(5) of the Act and section 18a of the Regulations as if those provisions were applicable thereto.

June 6, 1984.

"Peter J. Dey"

"E. S. Miles"

2.7 EDEN ROC MINERAL CORP.

Headnote

Section 73 - Issuance of option to consultant to issuer

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF EDEN ROC MINERAL CORP.

RULING
(Section 73)

UPON the application of Eden Roc Mineral Corp. ("Eden Roc") to the Ontario Securities Commission (the "Commission") for a ruling pursuant to section 73 of the Securities Act, R.S.O. 1980, c. 466 (the "Act") that the proposed issuance by Eden Roc to Philip Dyer ("Dyer") of an option (the "Option") to acquire certain of its common shares is not subject to sections 24 and 52 of the Act;

AND UPON reading the application and the recommendation of the staff of the Commission;

AND UPON it appearing to the Commission that:

1. Eden Roc, an Ontario corporation, is a reporting issuer under the Act and is not in default of any requirement of the Act or the regulations made thereunder (the "Regulation");
2. The authorized capital of Eden Roc includes 10,000,000 common shares, of which 2,561,231 are currently issued and outstanding;
3. The common shares are listed and posted for trading on The Alberta Stock Exchange;
4. Dyer has entered into an agreement with Eden Roc to act as a public relations representative in the United Kingdom for a term of 1 year from April 6, 1984;
5. As consideration for Dyer acting in that capacity, Eden Roc has agreed to pay Dyer 6,000 pounds (U.K.) and to grant Dyer the Option to acquire 25,000 common shares of Eden Roc at \$0.70 per common share; and
6. Dyer resides and carries on business in the United Kingdom;

AND UPON being satisfied that to make this ruling would not be prejudicial to the public interest;

IT IS RULED pursuant to subsection 73(1) of the Act that the grant of the Option by Eden Roc to Dyer is not subject to sections 24 and 52 of the Act provided that:

1. the Option is non-transferable, except that in the case of Dyer dying prior to the expiry time of the Option, the Option may be exercised by his legal personal representative at any time up to and including the three months following the date of his death or the expiry time of the Option, whichever is earlier; and
2. Eden Roc files with the Commission within ten days of the grant of the Option a letter providing substantially the same information required by Form 20 as prescribed by the Regulation.

July 5, 1984.

"R. J. Kane"

"Frank Iacobucci"

2.8 EN: ELECTRONIC NEWS GROUP INC.

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF EN: ELECTRONIC NEWS GROUP INC.

RULING
(Section 73)

UPON the application by EN: Electronic News Group Inc. (the "Issuer") to the Ontario Securities Commission (the "Commission") for a ruling pursuant to subsection 73(1) of the Securities Act, R.S.O. 1980, c. 466 (the "Act") that the issue of units comprising 500 of its common shares and 800 of its Class A special shares and subsequent trades in such shares are not subject to sections 24 or 52 of the Act;

AND UPON it appearing to the Commission that:

- I. The Issuer is a Canada business corporation incorporated on December 9, 1983;
- II. The Issuer is not a reporting issuer under the Act;
- III. The Issuer was incorporated to provide telecommunication services (the "Services") to the Canadian electronic media;
- IV. The Issuer proposes to distribute units ("Units") comprised of 500 common shares and 800 Class A special shares. The number of Class A special shares in a Unit may be reduced from time to time if some or all of the Class A special shares are redeemed;
- V. The Class A special shares of the Issuer are redeemable at the option of the Issuer;
- VI. No shareholder of the Issuer may exercise voting rights attaching to those common shares of the Issuer in excess of 10 percent of those issued and outstanding;
- VII. Each shareholder of the Issuer is required to enter into a shareholders agreement (the "Shareholders Agreement") which will contain provisions restricting the distribution of Units to:
 - (a) persons or corporations (the "Licensees") who (i) are licensed by the Canadian Radio-Television and Telecommunications Commission under the Broadcasting Act (Canada) to carry on a broadcasting transmitting undertaking, other than a rebroadcasting licence, a broadcasting receiving undertaking or a network operation approved by the directors of the Issuer and (ii) purchase the Services from the Issuer; or
 - (b) senior officers (as defined in the Act) who are full-time employees of the Issuer;

- (c) other persons approved by two-thirds of the shareholders of the Issuer;

VIII. The Shareholders Agreement will also contain provisions restricting the trading of Units other than to Licensees or to the Issuer;

IX. A prospective shareholder will be furnished with an offering memorandum in respect of the Units, substantially in the form submitted to the Commission in support of the subject application, as it may be amended from time to time to render it current (the "Offering Memorandum");

X. A prospective shareholder who is a Licensee will be required to enter into an agreement to purchase Services from the Issuer (an "Agency Agreement") as well as a Subscription Agreement in respect of the Units; and

XI. The Shareholders Agreement, Agency Agreement and Subscription Agreement (the "Agreements") will be substantially in the form submitted to the Commission in support of the application;

AND UPON the Commission being satisfied that to so rule would not be prejudicial to the public interest;

NOW THEREFORE IT IS RULED that the distribution of Units to Licensees and subsequent trades in Units, or in the Class A special shares or common shares of the Issuer comprising the Units are not subject to sections 24 or 52, subject to the following conditions:

1. The Issuer shall prepare and deliver to each of its shareholders, but not to the Commission, its annual audited financial statements and unaudited semi-annual statements, in accordance with sections 76, 77 and 78 of the Act;
2. The Issuer shall send to each of its shareholders entitled to notice of a meeting of shareholders, with or prior to the giving of notice of any meeting, an information circular prepared in accordance with the regulations under the Canada Business Corporations Act;
3. The Issuer shall have delivered to each of its prospective shareholders who is a Licensee before such shareholder becomes a shareholder of the Issuer:
 - (a) a copy of the restated articles of the Issuer;
 - (b) a copy of the by-laws of the Issuer;
 - (c) after December 31, 1985, a copy of the most recent audited annual financial statements of the Issuer and a copy of any subsequent semi-annual financial statements;
 - (d) a copy of the Offering Memorandum;
 - (e) a copy of each of the Agreements; and
 - (f) a copy of this Ruling;
4. The Issuer shall advise each prospective shareholder who is a Licensee in writing to obtain independent legal advice prior to entering into the Agreements;

5. Each prospective shareholder shall execute a copy of the Shareholders Agreement prior to or on becoming a shareholder;
6. A trade in Units distributed pursuant to this Ruling may be made only to Licensees or the Issuer;
7. Any of the Agreements may be amended from time to time, provided that any amendment which materially adversely affects the rights of a shareholder who is a Licensee or which alters the conditions as to the issue or transfer of securities of the Issuer receives the consent of the Director prior to becoming effective.
8. All certificates evidencing common shares or Class A special shares of the Issuer shall be engrossed with a legend indicating that every trade of those shares by the holder thereof is prohibited except in accordance with the Shareholders Agreement and this Ruling.

June 28, 1984.

"G. M. Webster"

"E. S. Miles"

2.9 GOLDQUEST EXPLORATION INC.

Headnote

Section 73 - Registration and prospectus exemptions in respect of trade by an issuer to employees, officers and directors of company with a 54% beneficial interest in issuer's common shares - resale pursuant to terms similar to section 71(5)

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF GOLDQUEST EXPLORATION INC.

RULING
(Section 73(1))

UPON the application of Goldquest Exploration Inc. ("Goldquest"), a company formed under the laws of Ontario, to the Ontario Securities Commission (the "Commission") for a ruling pursuant to subsection 73(1) of the Securities Act, R.S.O. 1980, c. 466 (the "Act") in respect of trades in certain of its common shares;

AND UPON reading the application and the recommendation of the staff of the Commission;

AND UPON it being represented to the Commission that:

- A. Goldquest is a reporting issuer not in default of any requirement of the Act or the regulation made thereunder (the "Regulation");
- B. Dickenson Mines Limited ("Dickenson"), a reporting issuer, has a 54.8% beneficial interest in the common shares of Goldquest. Dickenson owns 48% of these shares directly. It also owns 40.4% of the common shares of Kam-Kotia Mines Limited, a reporting issuer, which in turn owns 16.8% of the common shares of Goldquest;
- C. Goldquest proposes to issue not more than 35,000 of its common shares (the "Employee Shares") to certain employees, officers and directors of Dickenson (the "Individual Purchasers"); and
- D. Goldquest does not have any employees but is managed by Dickenson. Certain of the Individual Purchasers are officers and directors of Goldquest. All of the Individual Purchasers, in their respective capacities as employees, officers or directors of Dickenson, are directly or indirectly responsible for the business and affairs of Goldquest.

AND UPON the Commission being satisfied that to rule as requested would not be prejudicial to the public interest;

NOW THEREFORE IT IS RULED pursuant to subsection 73(1) of the Act that:

1. The issue by Goldquest of the Employee Shares to the Individual Purchasers is not subject to section 24 or 52 of the Act, provided that Goldquest:

- (a) delivers a copy of this Ruling to each Individual Purchaser; and
 - (b) files with the Commission within ten days of the issue of any of the Employee Shares a letter providing substantially the same information as required by Form 20 of the Regulation; and
2. The first trade in the Employee Shares acquired by any Individual Purchaser pursuant to this Ruling is a distribution unless:
- (a) Goldquest is a reporting issuer and has been a reporting issuer for at least twelve months;
 - (b) no unusual effort is made to prepare the market or to create a demand for the Employee Shares and no extraordinary commission is paid in respect of the trade; and
 - (c) such trade is a distribution as defined in subclause 1(1)11(iii) of the Act.

July 11, 1984.

"Frank Iacobucci"

"E. S. Miles"

2.10 GOLDWINN RESOURCES LTD.

Headnote

Section 73 - Issuance of common shares to creditor

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF GOLDWINN RESOURCES LTD.

RULING
(Section 73)

UPON the application of Goldwinn Resources Ltd. ("Goldwinn") to the Ontario Securities Commission (the "Commission") for a ruling pursuant to section 73 of the Securities Act, R.S.O. 1980, c. 466 (the "Act") that the proposed issuance by Goldwinn of certain of its common shares in satisfaction of certain indebtedness owed by Goldwinn to Lang, Michener, Cranston, Farquharson and Wright ("Lang, Michener") is not subject to sections 24 and 52 of the Act;

AND UPON reading the application and the recommendation of the staff of the Commission;

AND UPON it appearing to the Commission that:

1. Goldwinn, a British Columbia corporation, is not a reporting issuer under the Act;
2. The authorized capital of Goldwinn consists of 20,000,000 common shares, of which 5,793,563 are currently issued and outstanding;
3. The common shares of Goldwinn are listed and posted for trading on the Vancouver Stock Exchange (the "VSE");
4. Goldwinn is indebted to Lang, Michener in the amount of \$32,654.88; and
5. Pursuant to an agreement between Goldwinn and Lang, Michener, it is proposed that Goldwinn will satisfy the indebtedness owed to Lang, Michener by issuing 28,500 of its common shares (the "Common Shares");

AND UPON being satisfied that to make this ruling would not be prejudicial to the public interest;

IT IS RULED pursuant to subsection 73(1) of the Act that the issuance of the Common Shares by Goldwinn to Lang, Michener in satisfaction of the indebtedness owed by Goldwinn to Lang, Michener is not subject to sections 24 and 52 of the Act provided that:

1. The first trade in each of the Common Shares issued pursuant to this ruling shall be made through the facilities of the VSE in accordance with the rules, by-laws and regulations of the VSE and in accordance with the applicable provincial laws;

2. Goldwinn shall provide to Lang, Michener a copy of this ruling together with a statement (the "Statement") that as a consequence of this ruling certain protections, rights and remedies provided by the Act, including statutory rights of rescission or damages, will be unavailable to Lang, Michener; and
3. Goldwinn shall obtain from Lang, Michener and shall file with the Commission a written acknowledgement that Lang, Michener:
 - (a) has received a copy of this ruling and of the Statement;
 - (b) is aware of the limitations imposed by this ruling upon the disposition by Lang, Michener of the Common Shares which are the subject of this ruling; and
 - (c) waives the protections, rights and remedies referred to in the Statement to the extent that they otherwise may have been available to Lang, Michener.

July 5, 1984.

"R. J. Kane"

"Frank Iacobucci"

2.11 HAYES RESOURCES INC.

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF HAYES RESOURCES INC.

RULING
(Section 73)

UPON an application on behalf of Hayes Resources Inc. ("Hayes") to the Ontario Securities Commission (the "Commission") for a ruling pursuant to section 73 of the Securities Act, R.S.O. 1980, c. 466 (the "Act") that certain first trades in common shares (the "Common Shares") of Hayes are not subject to section 52 of the Act;

AND UPON it being represented to the Commission that:

1. Hayes is a corporation governed by the Business Corporations Act, 1982;
2. Hayes is a reporting issuer under the Act and has been a reporting issuer since October 12, 1983;
3. Hayes has filed with the Commission a preliminary exchange offering prospectus dated May 16, 1983 offering a total of 700,000 units (either Class "A" or Class "B" units) at a price of \$0.65 per unit;
4. Each Class "A" unit consists of one Common Share and one-half of one share purchase warrant. Each Class "B" unit consists of non-transferable rights to earn Common Shares (the "Earned Common Shares") at the rate of one Earned Common Share for each \$0.65 of expenses incurred, and one-half of one share purchase warrant. One share purchase warrant entitles the holder to purchase either additional Common Shares (the "Additional Common Shares") at a price of \$0.85 per share or non-transferable rights to earn Common Shares (the "Additional Earned Common Shares") at the rate of one Additional Earned Common Share for each \$0.85 of expenses incurred; and
5. The Toronto Stock Exchange has conditionally approved the listing and posting for trading of the Common Shares and warrants.

AND UPON the Commission being satisfied that to make this ruling would not be prejudicial to the public interest;

IT IS RULED pursuant to section 73 of the Act that the first trade in an Additional Common Share which was acquired upon the exercise of a share purchase warrant and the first trade in an Additional Earned Common Share which was acquired under a right to earn as described in paragraph 4 of this Ruling, are not subject to section 52 of the Act, provided that:

- (a) the Common Shares and warrants of Hayes are listed and posted for trading on The Toronto Stock Exchange;
- (b) such first trade is not a distribution as defined in subparagraph iii of paragraph 11 of subsection 1(1) of the Act; and

- (c) no unusual effort is made to prepare the market or create a demand for the Additional or Additional Earned Common Shares and no extraordinary commission or consideration is paid in respect of such trade.

June 27, 1984.

"Frank Iacobucci"

"G. M. Webster"

2.12 EXEMPT PURCHASERS

2.12.1 THE PENSION FUND SOCIETY OF THE TORONTO DOMINION BANK

THE PENSION FUND SOCIETY OF THE TORONTO DOMINION BANK

The Commission granted recognition to The Pension Fund Society of The Toronto Dominion Bank as an exempt purchaser under ss. 34(1)4 of the Securities Act, R.S.O. 1980, for the ensuing twelve months.

CHAPTER 3

REASONS: DECISIONS, ORDERS, RULINGS (NIL)

THERE IS NO MATERIAL FOR THIS CHAPTER

IN THIS ISSUE

CHAPTER 4

CEASE TRADING ORDERS - SECTION 123

4.1 TEMPORARY CEASE TRADING ORDERS

4.1.1 GALAXY MINERALS, INC.

4.1.2 MOLCO INDUSTRIES LIMITED

GALAXY MINERALS, INC.
MOLCO INDUSTRIES LIMITED

Temporary cease trading order issued July 10, 1984, with respect to each company for failure to make statutory filings. Statutory hearings July 24, 1984, at 10:00 a.m.

4.1.3 SIENNA RESOURCES 83-84 PROGRAM

SIENNA RESOURCES 83-84 PROGRAM

Temporary cease trading order issued July 11, 1984, for failure to make statutory filings. Statutory hearing July 25, 1984, at 10:00 a.m.

4.2 EXTENDING CEASE TRADING ORDERS

4.2.1 ARGOSY MINING CORPORATION LIMITED

4.2.2 CASCADE PACIFIC RESOURCES LTD.

ARGOSY MINING CORPORATION LIMITED
CASCADE PACIFIC RESOURCES LTD.

The cease trading order dated June 22, 1984, with respect to each company was continued July 6, 1984 pending each company complying with Part XVII of the Securities Act.

4.2.3 CONSOLIDATED COMPUTER INC.

4.2.4 HOG WILD, DIRTY TRICKS & SCANNERS

CONSOLIDATED COMPUTER INC.
HOG WILD, DIRTY TRICKS & SCANNERS

The cease trading order dated June 27, 1984, with respect to each company was continued July 11, 1984, pending each company complying with Part XVII of the Securities Act.

- 4.2.5 GAS, THE FRIGHT, COMICS
- 4.2.6 PETROCO OF TEXAS INC.
- 4.2.7 PYTHON RESOURCES AND INVESTMENT CORPORATION
- 4.2.8 REMBRANDT GOLD MINES LTD.
- 4.2.9 TONKA RESOURCES INC.

GAS, THE FRIGHT, COMICS
PETROCO OF TEXAS INC.
PYTHON RESOURCES AND INVESTMENT CORPORATION
REMBRANDT GOLD MINES LTD.
TONKA RESOURCES INC.

The cease trading order dated June 25, 1984, with respect to each company was continued July 9, 1984, pending each company complying with Part XVII of the Securities Act.

- 4.2.10 FRENCH ROAD EXPLORATIONS LIMITED
- 4.2.11 H.W.I. RESOURCES INC.

FRENCH ROAD EXPLORATIONS LIMITED
H.W.I. RESOURCES INC.

The cease trading order dated June 26, 1984, with respect to each company was continued July 10, 1984, pending each company complying with Part XVII of the Securities Act.

CHAPTER 5

POLICIES

5.1 O.S.C. POLICY STATEMENT 7.1 - AMENDMENT

O.S.C. Policy Statement 7.1 - Amendment

- I. Paragraph 3 of Clause I of Policy Statement 7.1 is amended by adding the following:
 - F. reporting issuers that are reporting issuers under the Securities Act (Quebec), S.Q. 1982, chapter 48.
- II. Paragraph 2 of Clause II. D. (Section 78 - Delivery of Financial Statements) is repealed and the following substituted therefor:
 2. Comments have been received indicating that the section 78 requirement that reports filed with the Commission be concurrently sent to security holders in Ontario causes difficulties for some category D and F issuers. These issuers, subject to the briefer time permitted to elapse under SEC rules and the Securities Act (Quebec) between the end of a period and the filing of statements for that period, follow the practice of filing typewritten material with the SEC or with the Quebec Commission. Several days may then elapse before distribution of printed material to security holders. The issuers would wish to make concurrent filings with this Commission, but by doing so they would be confronted with the immediate distribution obligation of section 78. Accordingly, numbered paragraph 8 of the Order allows a category D issuer and a category F issuer in these circumstances to delay the distribution to Ontario security holders, if it releases a news release in Canada concurrently with the Ontario filing.

CHAPTER 6
REQUESTS FOR COMMENTS (NIL)

THERE IS NO MATERIAL FOR THIS CHAPTER
IN THIS ISSUE

CHAPTER 7
INSIDER TRADING REPORTS

EXPLANATORY NOTES

Information contained in this section has been summarized from insider reports filed with the Commission.

The name of the issuer is followed by a brief description of the class of security, the name of the person or company reporting and his or its relationship to the issuer. If a person has an indirect interest in the securities reported, e.g., through holding companies, affiliate companies, partnerships, trusts or other entities, this is shown. Symbols are used in the column "Transaction and Ownership Symbol" to indicate the nature of ownership i.e., direct or indirect. Similarly, the character of transactions is indicated provided the transactions are other than a purchase or sale. (See guide to symbols below):

GUIDE TO SYMBOLS

| RELATIONSHIP | (appearing after the name reported) |
|--------------|---|
| "B" | - Beneficial Owner (direct or indirect) of equity shares of a reporting issuer carrying more than 10% of the voting rights attached to all equity shares of the reporting issuer outstanding. |
| "D" | - Director of principal reporting issuer. |
| "DI" | - Director of an issuer or a reporting issuer which is an insider or subsidiary of the principal reporting issuer. |
| "K" | - Exercises control or direction (direct or indirect) of equity shares of a reporting issuer carrying more than 10% of the voting rights attached to all equity shares of the reporting issuer. |
| "S" | - Senior Officer of principal reporting issuer. |
| "SI" | - Senior Officer of an issuer or a reporting issuer which is an insider or subsidiary of the principal reporting issuer. |

NATURE OF OWNERSHIP

- No Symbol - Securities are beneficially owned directly.
- Symbol #1 - The reporting person or company beneficially owns and/or has control or direction over securities which are held by a company, associate, partnership, trust or other entity.

CHARACTER OF TRANSACTION

- | | | | |
|------------|----------------------------|-----|------------------------------|
| No Symbol- | purchase or sale | "M" | - internal |
| "A" | - bequest or inheritance | "Q" | - qualifying shares |
| "C" | - compensation | "R" | - redeemed (called, matured) |
| "E" | - exchange or conversion | "T" | - stock dividend |
| "F" | - exercise of rights, etc. | "V" | - stock split |
| "G" | - gift | "X" | - exercise of option |
| "IR" | - initial report | "Z" | - distribution |

*Returned for reconciliation purposes.

| REPORTING ISSUER | INSIDER | SECURITY | REL'N | TRANS DATE | TYPE | BOUGHT OR ACQUIRED | SOLD OR DISPOSED | MONTH-END HOLDINGS |
|----------------------------------|--|--------------------------|-------|------------------|--------|--------------------|------------------|--------------------------------|
| | | | | | | | | |
| ABERFORD RESOURCES LTD | Findlay, Randall J. | Common | S | Jun/84 | | | 606 | 11250 |
| | Dittmer, Robert G. Kool Beverages Ltd. | Class A | S | Jun/84 | 1 | | 1600 | 3600 1500 |
| | Dittmer, Robert G. Kool Beverages Ltd. | Class B | S | Jun/84 Jun/84 | | 500 | 500 | 5200 1500 |
| | McLellan, Thomas A. McLellan Management Ltd RRSP | Class A | DS | Jun/84 | 1 | | 500 | 20000 28150 1850 4500 |
| | Mukuluk Beverages Ltd. | | -- | -- | 1 | | | |
| ALBERTA ENERGY COMPANY LTD. | Redden, F. David | | S | Jun/84 Jun/84 | X | 400 | 400 | --- |
| | Siemens, Werner A. | | S | Jun/84 Jun/84 | X | 5100 | 5100 | --- |
| | | Class B | | Jun/84 Jun/84 | X | 5100 | 5100 | --- |
| | Milner, Stanley A. | Common | D | Jun/84 | | | 3000 | 1000 |
| | | Second Pref. Series 1 | -- | -- | | | | 106987 |
| ALBERTA NATURAL GAS COMPANY LTD. | Indirect Holding | | | Jun/84 | 1 | | 800 | 13470 |
| | Noland, Gordon T. | Common | S | Jun/84 | | | 9000 | --- |
| | Bata, Sonja I. | Common | D | Mar/84 Jun/84 | T T | 21 24 | | 2296 |
| ALCAN ALUMINUM LIMITED | Algonquin Mercantile Corporation | Class A Pfd. | | Jun/84 | R | | 400 | --- |
| | Franklin, Cecil H. | | DSB | Jun/84 Jul/84 | | 100 100 | | 9105 63768 |
| | Minaco Equipment Ltd. | | -- | -- | 1 | | | |
| ALGONQUIN MERCANTILE CORPORATION | Franklin, Cecil H. Minaco Equipment Ltd. | Common | DSB | May/84 | | 200 | | 235160 32688 |
| | Oughtred, George W. | Common | D | -- | 1 | | | 1038700 |

| REPORTING ISSUER | INSIDER | SECURITY | REL 'N | TRANS DATE | TYPE | BOUGHT OR ACQUIRED | SOLD OR DISPOSED | MONTH-END HOLDINGS |
|--|---|----------|--------|--------------------------|------------------|--------------------|------------------|---|
| AMERICAN OAKWOOD ENERGY LTD (Continued) | Oughtred, George W. Privatbanken Holdings Inc. | Common | D | Jun/84 | 1 | 542900 | | 542900 |
| ARJON GOLD MINES LIMITED | Bell, Kenneth R. | Common | DS | -- | IR | | | 1 |
| ATLANTIC RICHFIELD COMPANY | Gower, Bob G. Capital Accumulation Plan Account Savings Plan Employee Stock Ownership Plan | Common | S | -- | IR1 IR1 | | | 603 4196 |
| AUDAX GAS & OIL LTD. | Hunter, Harry D. Indirect Holdings | Common | DS | -- | IR1 | | | 908 |
| | | | | Jun/84 | 1 | 60000 | | 1159165 391840 |
| | J. S.E. Enterprises Ltd. W.H.A. Clow | | | Jun/84 | 1 | 45000 | | 346000 |
| AUTOCROWN CORPORATION LIMITED | 542817 Ontario Inc. | Common | B | May/84 | F | 4986 | | 1400726 |
| BANK OF MONTREAL | Savard, J. G. Jean | Common | S | Jun/84 | | | 434 | 874 |
| BELL CANADA ENTERPRISES INC. | Light, Walter F. RRSP Reinvestment and Purchase Plan | Common | D | May/84 May/84 | M M | 573 | 573 | 7903 840 |
| | Smyth, George C. | | | -- | 1 | | | 1103 |
| | | | SI | May/84 | | | 640 | --- |
| BITECH ENERGY RESOURCES LIMITED | Civil, Louis Daughter Wife | Common | D | Jun/84 | | | 1000 | 59834 |
| | Kochberg, Harold Wife Trust Daughter | | DS | Jun/84 -- -- -- | 1 1 1 1 | | 1000 | 3000 4000 50600 11000 24000 3000 |
| BLACK PHOTO CORPORATION LIMITED | Huntley, William J. | Common | DS | Jun/84 | X | 1200 | | 1200 |
| BOW VALLEY INDUSTRIES LTD | Seaman, Daryl K. * | Class B | DS | Mar/84 | E | | 56667 | --- |
| | Indirect Holdings | Common | | Mar/84 -- | E 1 | 198833 | | 1832771 522000 |

| REPORTING ISSUER | INSIDER | SECURITY | REL 'N | TRANS DATE | TYPE | BOUGHT OR | | SOLD OR | | MONTH-END HOLDINGS |
|---|--|------------------------|--------|---------------|------|-----------|----------|----------|----------|-----------------------|
| | | | | | | ACQUIRED | DISPOSED | ACQUIRED | DISPOSED | |
| BOW VALLEY INDUSTRIES LTD (Continued) | Seaman, Daryl K. * | Pfd Z, 2 | DS | Mar/84 | | 13000 | | | | 30600 |
| BRAMALEA LIMITED | Garrett, Catherine J. Share Purchase Plans | Common | S | Jun/84 | | | | 500 | | 184 |
| | Simon, Charles | | S | Jun/84 | 1 | | | | | 29367 |
| | Share Purchase Plans Control | | | Jun/84 | | 333 | | | | --- |
| | | | | Jun/84 | 1 | | | 333 | | 23706 |
| BRENDA MINES LTD | Montgomery, Gordon H. | Common | D | Jun/84 | 1 | | | | | 333 |
| BRITISH COLUMBIA FOREST PRODUCTS LIMITED | Bowler, Burley M. | Common | S | Jun/84 | | 400 | | 300 | | 200 |
| BRITISH COLUMBIA TELEPHONE COMPANY | GTE Corporation Anglo-Canadian Telephone Co. GTE International Inc. | Ordinary | B | | | | | | | 1051 |
| CAE INDUSTRIES LTD. | Fortin, Norman | Common | S | Jun/84 | T 1 | 30612 | | | | 15635059 |
| | Hague, Ross E. G. Wife | | S | -- | 1 | | | | | 3878038 |
| | Hansell, Kenneth L. | | | Jun/84 | | 500 | | | | 1600 |
| | Reekie, C. Douglas Family | | SI | Jun/84 | X | 1600 | | | | 2700 |
| CADILLAC FAIRVIEW CORPORATION LIMITED, THE | | | | Jun/84 | T | 108 | | | | 1700 |
| | | | DS | Jun/84 | T | 3282 | | | | 21154 |
| | | | | Jul/84 | V | 590754 | | | | 1181508 |
| | | | | Jul/84 | V 1 | 3690 | | | | 7380 |
| | Fonseca, Vitor | Common | S | -- | IR | | | | | 400 |
| | Fox, Donald E. | | | Jun/84 | | | | 400 | | --- |
| | Ghert, Bernard I. | Preference Series A | S | Jun/84 | | 7000 | | | | 25548 |
| | Bicycle Investments Limited | | DS | Jun/84 | | | | 47062 | | 7 |
| | Goodman, Edwin A. Suvretta Entertainment Limited | Common | D | | | | | | | 47062 |
| | | | | Jun/84 | 1 | 47062 | | | | |
| | | | | Jun/84 | 1 | 3500 | | | | 5000 |

| REPORTING ISSUER | INSIDER | SECURITY | REL 'N | TRANS DATE | TYPE | BOUGHT OR ACQUIRED | SOLD OR DISPOSED | MONTH-END HOLDINGS |
|--|---|--|--------|------------------|----------|-----------------------|---------------------|-----------------------|
| CADILLAC FAIRVIEW CORPORATION LIMITED, THE (Continued) | Holmes, Thomas D. | Common | S | Jun/84 | | | 100 | 180 |
| | Lederman, J. Mark | | S | Jun/84 | | | 600 | --- |
| | Macdonald, John W. Registered Retirement Savings Plan | 11-1/4% Participating Bonds due 1995 | S | -- | IR1 | | | \$4000 |
| | Macdonald, John W. | Common | S | -- Jun/84 | IR | | 300 | 600 300 |
| | Macdonald, John W. Registered Retirement Savings Plan | Warrants | S | -- Jun/84 | IR1 1 | | 200 | --- |
| | McMullen, Douglas G. | Common | S | Jun/84 | | | 901 | --- |
| | McNichol, Peter | | S | Jun/84 | | | 5712 | 45250 |
| | Rothschild, Marvin J. | | S | Jun/84 | | | 50000 | 64156 |
| | Sheff, Gerald Trustee of a Trust | | DS | Jun/84 Jun/84 | 1 | | 50000 25000 | 994 --- |
| | Sheff, Gerald Trustee of a Trust | Warrants | DS | Jun/84 Jun/84 | 1 | | 273000 75000 | --- |
| CALAIS RESOURCES LTD. | Tiber Energy Corporation | Common | B | -- | IR | | | 1856500 |
| CAMBRIDGE VENTURE LTD. | Peters, James R. | Special | DS | Jun/84 | | 5000 | | 108845 |
| CAMCO INC. | Haller, Carl B. Haller, Shirley | Common | D | May/84 Jun/84 | 1 1 | | 3400 1600 | --- |
| CAMEL OIL & GAS LTD | CBC Pension Board of Trustees RoyTor | Common | B | Jun/84 | 1 | 225000 | | 870000 |
| CAMINDEX MINES LIMITED | Brissenden, Richard W. Bywood Holdings Limited | Common | D | Jun/84 -- | 1 | | 7700 | 72300 210664 |
| CAMPBELL RESOURCES INC | Sullivan Resources Ltd. Strasser, J. Gordon | Common | B S | -- Jun/84 | IR | 79 | | 700000 4125 |

| REPORTING ISSUER | INSIDER | SECURITY | REL N | TRANS DATE | TYPE | BOUGHT OR | | SOLD OR | | MONTH-END |
|--------------------------------------|--|--------------------|-------|------------|------|-----------|----------|----------|----------|-----------|
| | | | | | | ACQUIRED | DISPOSED | DISPOSED | HOLDINGS | |
| CAMPEAU CORPORATION | Carroll, William J. | Subordinate Voting | DS | Jun/84 | M | 31965 | | | 48978 | |
| | Stock Purchase Plan | | | Jun/84 | M | | | 31965 | 321915 | |
| | Torax Investments | | | -- | I | | | | 1800 | |
| | C & S Investors | | | -- | I | | | | 2600 | |
| CANADA CEMENT LAFARGE LTD. | Hawsett, Gordon H. | Exch. Pfd. | SI | Jun/84 | | | | 300 | --- | |
| CANADA TRUSTCO MORTGAGE COMPANY, THE | Metcalf, Frederick T. | Common | D | Jun/84 | | 1000 | | | 3000 | |
| CANADIAN FOUNDATION COMPANY LTD. | Martin, Robert I. | Common | D | Jun/84 | | 500 | | | 3600 | |
| CANADIAN GENERAL INVESTMENTS LIMITED | Canadian General Investments Limited | Common | | Jun/84 | | 2197 | | | 88885 | |
| CANBRA FOODS LTD. | Burns Foods Limited | Common | B | Jun/84 | | 3100 | | | 1943704 | |
| CANE RESOURCES LTD. | Pollock, John A. Jonpol Investments Ltd. Jonpol Explorations Limited | Common | DS | -- | I | | | | 185147 | |
| | | | | -- | | | | | 75000 | |
| | | | | Jun/84 | I | 50000 | | | 590000 | |
| | Pollock, John A. Jonpol Explorations Limited | Warrants | DS | Jun/84 | | | 34000 | | --- | |
| CELANESE CANADA INC. | Monton, Luis G. Savings Plan | Common | S | May/84 | I | 304 | | 20000 | 400000 | |
| CENTRAL TRUST COMPANY | Cohen, H. Reuben Indirect Holdings | Class A Common | D | -- | I | 9300 | | | 1693 | |
| | | | | Jun/84 | | | | | 1358737 | |
| | | | | | | | | | 630371 | |
| | Ellen, Leonard Indirect Holdings | DB | DB | -- | I | 1376 | | | 710606 | |
| | | | | Apr/84 | | 9300 | | | 1242440 | |
| | | | | Jun/84 | | | | | | |
| CHARTER INDUSTRIES (1982) LTD. | Fox, Gordon | Common | D | -- | | | | | 35450 | |
| | Indirect Holdings | | | Jun/84 | I | 1400 | | | 496355 | |
| CHRYSLER CORPORATION | Sharf, Stephan | Common | S | Jun/84 | | | 25000 | | 3045 | |
| | Steffen, Christopher J. | | S | Jun/84 | | | 8400 | | 6100 | |
| CHUM LIMITED | Waters, Allan F. Allan Waters Ltd. | Common | DSB | -- | I | 200 | | | 1100 | |
| | | | | Jun/84 | | | | | 976521 | |

| REPORTING ISSUER | INSIDER | SECURITY | REL'N | TRANS DATE | TYPE | BOUGHT OR | | SOLD OR | | MONTH-END HOLDINGS |
|---|---|--|-------|---------------|------|-----------|----------|----------|----------|-----------------------|
| | | | | | | ACQUIRED | DISPOSED | DISPOSED | DISPOSED | |
| CHUM LIMITED (Continued) | Waters, Marjorie V. | Common | B | Jun/84 | | | | 100 | | 1900 |
| CINEPLEX CORPORATION | Boucher, Michel | Securities | D | -- | IR | | | | | --- |
| | Daniels, John H. Amended Trusts | Common | D | | | | | | | |
| | | | | Jan/83 | 1 | 6250 | | | | |
| | | | | Oct/83 | E 1 | 58380 | | | | 396363 |
| | | Preferred A | | Jan/83 | E 1 | 7500 | | 7500 | | --- |
| | | | | Oct/83 | E 1 | | | | | |
| COMBINED INTERNATIONAL CORPORATION | | Preferred B | | Oct/83 | E 1 | 4176 | | 4176 | | --- |
| | | | | Oct/83 | E 1 | | | | | |
| | Holmberg, Ronald K. | Common | DS | May/84 | X | 2800 | | | | 17507 |
| | Children Spouse | | | -- | 1 | | | | | 500 |
| | | | | -- | 1 | | | | | 792 |
| | Anderson, Myles N. Stock Savings and Share Purchase Plans | Common | DS | May/84 | V | 9640 | | | | 14460 |
| COMINCO LTD. | | | | May/84 | V 1 | 2287 | | | | 3435 |
| | Benson, Kenneth S. Savings and Stock Purchase Plans | | S | May/84 | V | 194 | | | | 291 |
| | | | | May/84 | V 1 | 642 | | | | 991 |
| | Owens, Owen E. Savings and Stock Purchase Plan | | SSI | Jun/84 | V | 392 | | | | 588 |
| | | | | Jun/84 | V 1 | 2145 | | | | 3222 |
| | McCombe, Brian G. | \$10.00 Cum. Redeemable Second Pref. Series A | DS | May/84 | E | 26418 | | | | 26418 |
| COMPUTER INNOVATIONS DISTRI- BUTION INC. | RRSP | Common | | May/84 | E | 134505 | | | | 139505 |
| | | | | -- | 1 | | | | | 5000 |
| | Campeau, Robert Campeau Corporation | Common | B | Jun/84 | 1 | 134200 | | | | 816692 |
| | Shirley, Richard K. | Common | D | May/84 | | | | 10000 | | 125460 |
| | Arbour, Pierre | 2nd Preferred | S | Jun/84 | | | | 600 | | --- |
| | Frederick, Allan D. | Common | S | Jun/84 | F | 3295 | | | | 8538 |

| REPORTING ISSUER | INSIDER | SECURITY | REL 'N | TRANS DATE | TYPE | BOUGHT OR ACQUIRED | SOLD OR DISPOSED | MONTH-END HOLDINGS |
|--|---|------------|--------|----------------------------|---------------|-----------------------|---------------------|-----------------------|
| | | | | | | | | |
| CONSOLIDATED NOREX RESOURCES CORP. (Continued) | Frederick, Allan D. Indirect Holdings | Common | S | -- | 1 | | | 56267 |
| | Rhodes, Randal G. Indirect Holdings | | S | Jun/84 | F | 2536 | | 2540 55924 |
| | Richards, William B. Cobblestone Resources Ltd. | | DS | Jun/84 | F | 4789 | | 7960 |
| CONTINENTAL GROUP INC., THE | Henze III, Raymond F. | Securities | D | -- | IR | | | 65543 |
| | Murdock, David H. | | D | -- | IR | | | --- |
| | Harris, John R. Employee Share Benefit Plan | Common | DS | -- | | | | 547186 |
| CORRIDA OILS LTD. | McKenzie, Ralph A. Employee Share Benefit Plan | | DS | Jun/84 | 1 | 7116 | | 67259 |
| | Wellhauser, Frederic J. Share Benefit Plan | | DS | -- | | | | 307450 |
| | McKeen, George B. McKeen Investments Ltd. | Common | D | -- | | | | 41257 |
| DAON DEVELOPMENT CORPORATION | Dingwall, William G. D.K. Resources Management Inc. | Class A | DSB | Jun/84 | 1 | 28800 | | 430407 52616 |
| | Dingwall, William G. D.K. Resources Management Inc. | Common | DSB | -- | | | 300000 | 2493 428801 |
| | Kent, Kenneth R. Indirect Holdings | | DS | Jun/84 Jun/84 Jun/84 | E 1 1 | 450000 2500 | | --- |
| DICKENSON MINES LIMITED | White, Harvey V. RRSP | Class B | D | May/84 Jun/84 -- | E 1 1 1 | 450000 2500 | 5000 | 46001 1132500 |
| | Eisenhauer, Harry M. RRSP | Common | S | -- -- | IR IR1 | | 2000 12600 | 64268 171 |
| | | | | | | | | 80 15 |

| REPORTING ISSUER | INSIDER | SECURITY | REL'N | TRANS DATE | TYPE | BOUGHT OR ACQUIRED | SOLD OR DISPOSED | MONTH-END HOLDINGS |
|-----------------------------------|--|------------------|-------|------------------|------------|--------------------|------------------|--------------------|
| DOME PETROLEUM LIMITED | Bridges, Harold | Common | D | -- | IR | | | 5000 |
| | Milavsky, Harold P. | Securities | D | -- | IR | | | --- |
| DOMINION TEXTILE INC. | Tremaine, Arthur R. | Common | S | Jun/84 | | | 273 | 604 |
| DOW CHEMICAL COMPANY, THE | Oreffice, Paul F. Indirect Holdings | Common | DS | Jun/84 Jun/84 | G 1 G 1 | 6000 | 6000 | 60279 |
| ECONOMIC INVESTMENT TRUST LIMITED | Zimmerman, Adam H. Merman Holdings Ltd. | Common | D | Jun/84 | 1 | 200 | | 300 |
| EMCO LIMITED | Chapman, Charles N. LNJ Investments Limited | Common | DS | -- Jun/84 | | | 20000 | 155 20000 |
| | Dowdell, Donald R. | | SI | -- | IR | | | 400 |
| EMPIRE COMPANY LIMITED | Richardson, William H. | Class A | S | Jun/84 | | | 2000 | 8200 |
| ENEXCO INTERNATIONAL LIMITED | Sale, George Amended | Common | D | Dec/83 Dec/83 | X | 5000 | 2000 | 3500 |
| ENS BIO LOGICALS INC. | Appel, Abraham Cannont Investment Corp | First Preference | D | Jun/84 -- | | 8991 1 | | 8991 79000 |
| | Appel, David Montada Investment Corp | | | Jun/84 | 1 | 8991 | | 8991 |
| | Asculai, Samuel S. | | S | Jun/84 | | 8991 | | 8991 |
| | Grieve, Alan | | S | Jun/84 | | | 89909 | 8991 |
| | Lowe, Donald | | D | Jun/84 | | 8991 | | 8991 |
| | Schweikher, Robert | | D | Jun/84 | | 8991 | | 8991 |
| | Wildi, Bernard | | D | Jun/84 | | 8991 | | 8991 |
| | Wright, Arlene B. | | S | Jun/84 | | 8991 | | 8991 |
| ERICKSON GOLD MINES LTD. | Ross, Kristian M. Indirect Holdings | Common | DSD | -- -- | IR IR1 | | | 1509961 46976 |

| REPORTING ISSUER | INSIDER | SECURITY | REL 'N | TRANS DATE | TYPE | BOUGHT OR ACQUIRED | SOLD OR DISPOSED | MONTH-END HOLDINGS |
|---|--|--|--------|---------------|------|-----------------------|---------------------|-----------------------|
| | | | | | | | | |
| FALCONBRIDGE LIMITED | Hewitt, Robert | Flow-through Common Share Units | D | Jun/84 | | 100 | | 100 |
| FIRST CANADIAN GOLD CORPORATION INC. | Golla, James I. | Common | DS | -- | IR | | | 1 |
| FIRST SOUTHERN RESOURCES CORP. | Driscoll, John F. J.F. Driscoll Investment Corp. | Common | DSB | -- | | | | 1 |
| FORD MOTOR COMPANY | Williams, Edson P. | Common | | Jun/84 | 1 | 3550 | | 4050 |
| FRANCO-NEVADA MINING CORPORATION LIMITED | New Venture Equities Ltd. * | Common | S | Jun/84 | | | 6120 | 6292 |
| GSW INC | Barford, Ralph M. Valleydene Corp. Ltd. Voting Trust Agreement | Class A | DSB | | | | | 1505001 |
| GAZ METROPOLITAIN, INC. | Northern and Central Gas Corporation Limited | 7.85% Second Preference Series A | B | Jun/84 | R | | 13086 | 635371 |
| GENERAL MOTORS CORPORATION | Stempel, Robert C. Savings Stock Purchase Program wife | Common | S | Jun/84 | | | 438 | 898 |
| GLENAYRE ELECTRONICS LTD | Pritchard, David T. | Common | | -- | 1 | | | 1088 |
| GLOBAL MARINE INC. | Campbell, Edward J. | Common | | -- | 1 | | | 162 |
| GOLDEN HOPE MINES LIMITED | Hames, C. Marshall | Common | S | -- | IR | 400 | 300 | 6000 |
| GOLDEN HARKER EXPLORATIONS LIMITED | Bell, Kenneth R. | Common | DS | -- | IR | | | 1700 |
| GOLDEN TERRACE RESOURCE CORPORATION | Mowat, Alasdair J. M. | Common | DS | Jun/84 | | 1000 | | 37500 |
| GOLDSEARCH INC. | Saber Resources Limited | Common | | Jun/84 | 1 | 7000 | | 401 |
| | Mullins, James R. | Common | DS | Apr/84 | E | 4500 | | 8001 |
| | Brant Investments Limited | | | Apr/84 | | 2000 | | 7000 |
| | Mullins, James R. | Warrants | | Apr/84 | 1 | 5000 | | 15500 |
| | | | DS | Apr/84 | Z | 2000 | | 35000 |
| | | | | | | | | 2000 |

| REPORTING ISSUER | INSIDER | SECURITY | REL'N | TRANS DATE | TYPE | BOUGHT OR ACQUIRED | SOLD OR DISPOSED | MONTH-END HOLDINGS |
|-------------------------------------|--|----------|-------|------------------|------|--------------------|------------------|--------------------|
| GOLDSEARCH INC. (Continued) | Mullins, James R. Brant Investments Limited | Warrants | DS | Apr/84 | Z 1 | 5000 | | 5000 |
| GOLDQUEST EXPLORATION INC. | White, Harvey | Common | D | Apr/84 Jun/84 | | | 300 2000 | 10481 |
| GOLDENVILLE EXPLORATIONS LIMITED | Duhamel, George B. | Common | D | Jun/84 | | 5000 | | 5001 |
| GORDEX MINERALS LIMITED | Sampson, Raymond D. Amended | Common | D | Jan/84 | | | 10000 | |
| | | | | Mar/84 Mar/84 | | 1000 | 6000 | 69000 |
| GREY GOOSE CORPORATION LIMITED | Laidlaw Transportation Limited Travelways Tours Limited | Common | B | Jun/84 | | 300 | | 2560870 |
| | | | | -- | 1 | | | 75200 |
| HALCY INDUSTRIES LIMITED | Macaskill, Archibald M. Macaskill Taylor & Associates | Common | S | -- | | | | 2000 |
| | | | | Jun/84 | 1 | 5300 | | 5300 |
| | McRae, R. Howard Indirect Holdings | | D | Jun/84 | 1 | | 23600 | 381100 |
| | Taylor, David S. Indirect Holdings | | S | -- Jun/84 | 1 | 5300 | | 1100 6600 |
| | Turnbull, Robert M. Robert Turnbull Holdings Limited | | DS | Jun/84 | | 20000 | | 22500 |
| | | | | -- | 1 | | | 368000 |
| HAMILTON GROUP LIMITED, THE | Dawson, Graham R. G.R. Dawson Holdings Limited | Common A | D | Jun/84 | 1 | 1100 | | 6010 |
| HARLIFE FARMS INTERNATIONAL LTD. | Franklin, Cecil H. | Common | DSB | -- | | | | 200 |
| | Algonquin Mercantile Corp Mining Equipment Limited | | | May/84 | 1 | 2749 | | 2971068 |
| | | | | -- | 1 | | | 98477 |
| HARDING CARPETS LIMITED | Ballantyne, William G. | Class C | S | Jun/84 | | 1000 | | 1000 |
| | Bodenhamer, William T. | | DS | Jun/84 | | | 1000 | 200000 |

| REPORTING ISSUER | INSIDER | SECURITY | REL 'N | TRANS DATE | TYPE | BOUGHT OR ACQUIRED | SOLD OR DISPOSED | MONTH-END HOLDINGS |
|---|--|--------------|--------|------------|------|-----------------------|---------------------|-----------------------|
| | | | | | | | | |
| HARRIS STEEL GROUP INC. | Buchanan, J. Judd | Class A | D | -- | IR | | | 210 |
| HERITAGE GROUP INC., THE | Schneider, Frederick P. Share Purchase Plan Other Indirects | Class B | | -- | IR | | | 105 |
| | | Class A | DSB | Jun/84 | 1 | 400 | | 12400 |
| | | | | -- | 1 | | | 197791 |
| D.H. HOWDEN & CO. LIMITED | Stewart, David H. M. Amended | 6% Debenture | DSB | May/84 | R | | \$63448 | --- |
| HUDSON BAY MINES LIMITED, THE | MacNaughtan, Ian A. | Warrants | S | Jun/84 | | | 8500 | --- |
| | Pollock John A. | Common | DS | Jun/84 | | 1000 | | |
| | Jonpol Investments Ltd. Jonpol Explorations Limited | | | Jun/84 | 1 | | 22500 | 2000 |
| | | | | Jun/84 | | | 4000 | 88000 |
| | | | | Jun/84 | 1 | | 32500 | 35000 |
| HUDSON BAY MINING AND SMELTING CO. LIMITED | Doull, Adrian M. | Warrants | | Jun/84 | 1 | | 35000 | --- |
| HUSKY OIL LTD. | | warrants | D | -- | IR | | | 2000 |
| | Chase, Kenneth R. Amended | Common | SI | May/84 | | | 2700 | |
| IMASCO LIMITED | Ross, William J. Plan | Common | | Jun/84 | X | 4800 | | 5300 |
| | | | SI | Jun/84 | 1 | | 200 | 2027 1834 |
| INGLIS LIMITED | Whirlpool Corporation Amended Whirlpool International Bahamas, S.A. | Common | B | Jun/84 | | 11100 | | 1060964 |
| INTERCONTINENTAL DATA CONTROL CORPORATION LTD. | CBC Pension Board of Trustees | Common | B | May/84 | | 100000 | | 1364616 |
| | | | | -- | 1 | | | 1281917 |
| INTERNATIONAL BUSINESS MACHINES CORPORATION | Beitzel, George B. | Warrants | | May/84 | | 50000 | | 50000 |
| | | Capital | DS | Jun/84 | C | 2257 | | |
| | | | | Jun/84 | G | | 600 | 35626 |
| | Foley, P. Martin Son | | S | Jun/84 | C | 1129 | | 20489 |
| | | | | -- | 1 | | | 20 |

| REPORTING ISSUER | INSIDER | SECURITY | REL'N | TRANS DATE | TYPE | BOUGHT OR ACQUIRED | SOLD OR DISPOSED | MONTH-END HOLDINGS |
|---|---|-----------|-------|------------------|------|-----------------------|---------------------|-----------------------|
| INTERNATIONAL BUSINESS MACHINES CORPORATION (Continued) | Opel, John R. | Capital | DS | Jun 84 | C | 3612 | | 42289 |
| | Children | | | -- | | | | 800 |
| INTERNATIONAL THOMSON ORGANISATION LIMITED | Brown, William M. | Common | DS | -- | | | | 7023 |
| | Other Corporations | | | May 84 | | | 7649 | 50072 |
| | Wender, Michael S | | D | -- | | | | 2000 |
| | Indirect Holdings | | | May/84 | | | 851 | 25369 |
| | Tory, John A. | | D | Jun 84 | V | 3000 | | 6000 |
| | 373076 Ontario Limited | | | Jun/84 | V | 75000 | | 150000 |
| INTERNATIONAL PIPE LINE LIMITED | St. John, J. Neil | Common | S | -- | | | | 5 |
| | Employees' Savings Plan | | | Jun 84 | | | 43 | --- |
| INVESTORS GROUP, THE | St. John, J. Neil | Option | S | Jun 84 | | 700 | | 700 |
| | Berlis, Douglas A. | Class A | D | Jun 84 | E | | 500 | --- |
| | Desmarais, Paul Power Corporation of Canada | Preferred | B | | | | | |
| | West, Garry L. | Common | DI | May/84 Jun 84 | X | 2500 | 2500 | --- |
| INTERGEN PETROLEUM LTD | | | | Jun 84 | | 3800 | | 1273769 |
| JAMIE FRONTIER RESOURCES INC. | Taylor, Leonard J. | Common | DS | -- | IR | | | 18225 |
| JAMES EXPLORATIONS LIMITED | MacNaughtan, Ian A. | Common | DS | Jun 84 | | 4000 | | 6500 |
| | RRSP | | | -- | | | | 6500 |
| | Pollock, John A. | | DSB | Jun 84 | | 31600 | | 125002 |
| | Japanol Investments Ltd | | | -- | | | | 200000 |
| JOBEX LIMITED | Slater, James H. | Common | D | -- | | | | 1066500 |
| | White Consolidated Inc TRC | | | Jun 84 | | 10000 | | 10000 |
| KAM-KOTIA MINES LIMITED | White, Harvey V. | Common | D | Jun/84 Jun 84 | | 10000 | 10000 | 10020 29412 |
| KENTY RESOURCES LIMITED | Hopkins, Albert P. E. | Common | D | Jun/84 | | | 18500 | 30001 |
| LA VERMORE MANAGEMENT CORPORATION | Limoges, Serge | Class A | D | -- | IR | | | 600 |

| REPORTING ISSUER | INSIDER | SECURITY | REL 'N | TRANS DATE | TYPE | BOUGHT OR ACQUIRED | SOLD OR DISPOSED | MONTH-END HOLDINGS |
|--|--|---------------------------------------|--------|------------------|--------|--------------------|------------------|--------------------|
| LA VERENDRYE MANAGEMENT CORPORATION (Continued) | Plante, Gilles | Class A | S | Jun/84 | | 25 | | 4913 |
| | Trust | | | -- | 1 | | | 1500 |
| LAC MINERALS LTD | Francisco, Rolando C. | Options | S | Jun/84 | | 20 | | 20 |
| | Hamilton, Ian T. H. | Common | S | Jun/84 | | 2500 | | 4966 |
| LACANA MINING CORPORATION | Montgomery, Gordon H. | Common | D | -- | IR | | | 300 |
| LABARRE EXPLORATIONS LIMITED | Goldberg, A. | 12% Debentures due September 30, 1985 | B | -- | IR | | | \$100000 |
| | | Common | | -- | IR | | | 150000 |
| LAIDLAW TRANSPORTATION LIMITED | Needler, Laurence J. Fairway Heights Invest. Ltd. | First Pref. E | DISI | | | | | |
| | | | | Jun/84 | 1 | 9700 | | 220103 |
| LARIAT OIL & GAS LTD. | Brawn, Robert G. M. | Common | D | -- | IR | | | 6000 |
| LITTLE LONG LAC GOLD MINES LIMITED | Hamilton, Ian T. H. | Common | S | Jun/84 | X | 3000 | | 6150 |
| LOBLAW COMPANIES LIMITED | Lacey, John S. | Common | S | Jun/84 Jun/84 | X | 2885 | 2885 | 6300 |
| LONGFORD EQUIPMENT INTERNATIONAL LIMITED | Longford Equipment International Limited | Pref. P.V. \$2.50 | | Jun/84 | | 15000 | | 52400 |
| LYNX-CANADA EXPLORATIONS LIMITED | Watson, Mackenzie I. | Common | D | Jun/84 | | 11000 | | |
| | | | | Jun/84 | | | 15000 | 106372 |
| MACLEAN HUNTER LIMITED | Wilder, William P. Whitshed Limited | 8.25% Conv. Debts. May 1, 2004 | D | Jun/84 | 1 | \$25000 | | \$150000 |
| MACMILLAN BLOEDEL LIMITED | Dowsley, Donald A. | Common | S | Jun/84 | | 12 | | 1113 |
| | Zimmerman, Adam H. RRSP | | D | Jun/84 -- | 1 1 | 11 | | 563 585 |
| MADISON OILS LIMITED | Edmonds, Frederick M. Indirect Holdings | Common | S | Jun/84 -- | 1 1 | | 14000 | 1000 31000 |

| REPORTING ISSUER | INSIDER | SECURITY | REL'N | TRANS DATE | TYPE | BOUGHT OR ACQUIRED | SOLD OR DISPOSED | MONTH-END HOLDINGS |
|---|--|---|-----------------------|--|-------------------------|--|---------------------|--------------------------------------|
| MAGNA INTERNATIONAL INC. | Gingl, Manfred | Class B Common | DS | Aug/83 Oct/83 Feb/84 Mar/84 Apr/84 May/84 Jun/84 | | 8000 713 4900 350 100 400 1100 | | |
| MAGNETICS INTERNATIONAL LTD. | Goodman, Ned Jodama Indirect Holdings | Common | DS | -- Jun/84 -- | 1 1 | 10000 | | 7101 154500 183500 |
| MASSEY-FERGUSON LIMITED | Devaney, John F. | Securities | S | -- | IR | | | --- |
| MERCANTILE BANK OF CANADA, THE | Snyder, Paul D. Staff Savings Plan RRSP | Common | S | Jun/84 Jun/84 | 1 1 | 200 100 | | 400 300 |
| MIDLAND DOHERTY FINANCIAL CORPORATION | Kerr, John D. | Common | S | May/84 | | 6600 | | --- |
| MIKES SUBMARINES INC. | Reim, William M. Indirect Holdings | Common | DS | Jun/84 | 1 | 53000 | | 210600 |
| MINERALS AND RESOURCES CORPORATION LIMITED | Connell, Martin P. Conwest Exploration Company Limited | Common | DB DISI | Jun/84 Jul/84 | 1 1 | 823800 619200 | | 2959919 |
| MITEL CORPORATION | Evans, Ronald A. Fox, John E Golden, David A. | Securities Common Preferred | S D D | -- -- -- | IR IR IR | | | --- 2000 600 600 --- |
| MOLSON COMPANIES LIMITED, THE | Kirkland, Lester N. Totti, Gino Molson, Hartland de M. | Securities Options Class A Class B Common | S S D D B | -- -- Jun/84 Jun/84 Jun/84 | IR IR 1 1 1 | 19300 5400 11400 | | 11600 790000 490000 1903512 |
| MONARCH INVESTMENTS LIMITED | Taylor Woodrow plc Taylor Woodrow Holdings Ltd. | Common | B | | | | | |

| REPORTING ISSUER | INSIDER | SECURITY | REL'N DATE | TRANS DATE | TYPE | BOUGHT OR ACQUIRED | SOLD OR DISPOSED | MONTH-END HOLDINGS |
|---------------------------------|---------------------------------------|---------------------------|---------------------|---------------------|------|-----------------------|---------------------|-----------------------|
| MORGAN HYDROCARBONS INC | Horte, Vernon L. | Common | DS Jun/84 | DS Jun/84 | | 34 | | 229554 |
| MOTHER'S RESTAURANTS LIMITED | Wolcott, Donald M. | | DS Jun/84 | DS Jun/84 | | 219 | | 221882 |
| MOTORCADE INDUSTRIES LIMITED | PKG Investments Limited | Common | B Jun/84 | B Jun/84 | | 27000 | | 1292226 |
| | Winter, Jerold | Common | DS Jun/84 | DS Jun/84 | | 400 | | 400 |
| | Winter, Neil | | DS Jun/84 | DS Jun/84 | | 385 | | 385 |
| MOUNT KENO MINES LIMITED | Bell, Kenneth R. | Common | DS -- | DS -- | IR | | | 1 |
| NABISCO BRANDS, INC. | Taylor, Kenneth D. | Securities | S -- | S -- | IR | | | --- |
| NAHANNI MINES LIMITED | Harquail, J. A. RRSP | Common | DS -- | DS -- | | | | 364669 |
| | Impact Investments | | -- Jun/84 | -- Jun/84 | 1 | 1500 | | 110000 |
| | Harquail, J. A. Impact Investments | Preferred | DS -- | DS -- | 1 | 700 | | 26500 |
| NATIONAL BANK OF CANADA | Lemaire, Bernard Amended | Common | D May/84 | D May/84 | | 5000 | | 8400 |
| NORANDA INC. | Goldman, David | Common | S Jun/84 Jun/84 | S Jun/84 Jun/84 | T | 283 38 | | 10300 |
| | Gordon, John M. | | S Jun/84 | S Jun/84 | | 352 | | 7081 |
| | Kerr Addison Mines Limited | 9 1/2% Pref. Series A | B Jun/84 | B Jun/84 | | | 141600 | 6693 |
| | Thomson, Henry V. | Common | S Jun/84 | S Jun/84 | | 283 | | 14403 |
| | Zimmerman, Adam H. | | DS Jun/84 Jun/84 | DS Jun/84 Jun/84 | T | 704 140 | | 77741 |
| | Merman Holdings Ltd. RRSP | | -- | -- | 1 | | | 24256 |
| | | | -- | -- | 1 | | | 22656 |
| | | | | | | | | 300 |
| NORTH CANADIAN OILS LIMITED | Hees International Corporation | Class B Preference | B -- | B -- | | | | 1000000 |
| | | Common | Jun/84 | Jun/84 | | 207300 | | 706100 |
| | | Convertible Debentures | Jun/84 | Jun/84 | | \$864900 | | \$6895800 |

| REPORTING ISSUER | INSIDER | SECURITY | REL'N | TRANS DATE | TYPE | BOUGHT OR ACQUIRED | SOLD OR DISPOSED | MONTH-END HOLDINGS |
|---|---|----------------------|-------|--------------------------|-------------|--------------------|------------------|------------------------------|
| NORTHERN TELECOM LIMITED | Beneteau, Basil A. Dividend Reinvestment and Stock Purchase Plan | Common | D | -- | | | | 1200 |
| | | | | Jun/84 | 1 | 2 | | 2 |
| NORTHLAND BANK | Love, Richey B. | Common | D | Jun/84 | | 100000 | | 350000 |
| | Naudie, Roy R. | | D | May/84 | | | 777 | --- |
| NORTHUMBERLAND MINES LIMITED | Mordy, Brockwell P. | Common | D | Apr/84 | | | 9000 | 1000 |
| NORTHWEST DRUG COMPANY LIMITED | Rogers, Samuel R. G. Community Drug Store (Belgravia) Ltd. | Common | D | -- | IR | | | 11852 |
| | | | | -- | IR1 | | | 27960 |
| NUFORT RESOURCES INC. | Harquail, J. A. Surveymin Ltd. | Common | DS | -- Jun/84 | 1 | 3000 | | 586230 680524 |
| OCCIDENTAL PETROLEUM CORPORATION | Murdock, David H. Cannon Mills Company & Associated Companies Retirement Trust | \$2.125 Preferred | D | | | | 122823 | --- |
| | | | | Jun/84 | 1 | | | --- |
| | | \$2.30 Preferred | | Jun/84 | 1 | | 95200 | --- |
| | | \$2.50 Preferred | | Jun/84 | R 1 | | 37600 | --- |
| OCELOT INDUSTRIES LIMITED | Erickson, Milton I. Private Companies Wife Trustee | Class B | S | -- Jun/84 -- -- | 1 1 1 | 200 | | 3080 1450 1100 1100 |
| | | | | -- | | | | |
| | Lyons, James V. Indirect Holdings | Class A | DS | Jun/84 | 1 | 1500 | | 3027152 |
| | | | | Jun/84 | 1 | 5800 | | 3300619 |
| OLD CANADA INVESTMENT CORPORATION LIMITED | McLaughlin, Everett R. S. RRSP Greenbriar Holdings Limited | Common | DSB | Jun/84 | | 2000 | | 241830 |
| | | | | Jun/84 | 1 | 990 | | 990 |
| | | | | Jun/84 | 1 | 25000 | | 44489 |
| ORRWELL ENERGY CORPORATION LTD. | Vroom, John | Common | DSB | Jun/84 | | | 300000 | 637643 |
| PACIFIC TRANS-OCEAN RESOURCES LTD. | Sullivan, John F. | Common | D | -- | | | | 4000 |

| REPORTING ISSUER | INSIDER | SECURITY | REL 'N | TRANS DATE | TYPE | BOUGHT OR ACQUIRED | SOLD OR DISPOSED | MONTH-END HOLDINGS |
|---|---|------------------------------|--------|--------------------|-------------|--------------------|------------------|---------------------------|
| | | | | | | | | |
| PACIFIC TRANS-OCEAN RESOURCES LTD. (Continued) | Sullivan, John F. S & S Management Ltd. | Common | D | Jun/84 | 1 | | 13200 | 80300 |
| PALOMA PETROLEUM LTD. | Adams, Robert J. Canadian-American Paloma Holdings Compass of Canada | Common | B | -- Jun/84 -- | 1 1 1 | 21000 | | 104132 7871988 1480 |
| PEOPLES JEWELLERS LIMITED | Gerstein, Bertrand Glenoak Investments Limited | Warrants | BS | | | | | |
| | Gerstein, Marvin Dewbourne Investments Limited | | BS | Jun/84 | 1 | 100000 | | 100000 |
| PETROLANTIC RESOURCES INC. | Laudenslager, Arthur E. | Common | | Jun/84 | 1 | 34000 | | 34000 |
| PHOENIX CANADA OIL COMPANY LIMITED | Talent Oil and Gas Ltd. | Common | DSB | Jun/84 | | | 4000 | 684503 |
| PLACE GAS & OIL COMPANY LIMITED | Butler, R. Michael | Common | B | Jun/84 | | 2300 | | 822306 |
| POWER CORPORATION OF CANADA | Desmarais, Paul Gelco Enterprises Ltd. Transportation Management Corporation | 15 cent part. Pref. | B | Jun/84 | 1 | 400 | | 1709250 |
| PRECAMBRIAN SHIELD RESOURCES LIMITED | Ivey, Richard M. Allcora Investments Limited | 9% Convertible Debentures | DISI | -- | 1 | | | 1025100 |
| | Allpak Limited Allcora Investments Limited | Common | | Jun/84 | 1 | | \$1000000 | --- |
| | | | | Jun/84 | 1 | | 190500 | --- |
| | | | | Jun/84 | 1 | | 47600 | --- |
| PROVIGO INC. | Turmel, Antoine Turan Investments Inc. | Warrants | | Jun/84 | 1 | | 100000 | --- |
| | | Common | S | -- Jun/84 | 1 | | 200000 | 2754 888400 |
| PUBLIC SERVICE ELECTRIC AND GAS COMPANY | Codey, Lawrence R. Mother | Common | S | May/84 | | | 63 | 3590 |
| QUAKER OATS COMPANY, THE | Westbrook, Terry G. | Securities | S | -- | IR | | | 300 --- |

| REPORTING ISSUER | INSIDER | SECURITY | REL 'N | TRANS DATE | TYPE | BOUGHT OR ACQUIRED | SOLD OR DISPOSED | MONTH-END HOLDINGS |
|--------------------------------------|---|---------------------------|--------|----------------------------|---------------|-----------------------|---------------------|-----------------------|
| QUEBEC EXPLORERS CORPORATION LTD. | Cardoso, D. A. | Common | D | -- | IR | | | 2000 |
| QUEENSTAKE RESOURCES LTD. | Downing, Beverly D. | Common | S | Jun/84 Jun/84 | | 2000 | | 1000 |
| RAM PETROLEUMS LIMITED | Barclay, Howard R. | Common | D | -- | IR | | | 20000 |
| RAYROCK RESOURCES LIMITED | Discovery Mines Limited 133578 Canada Limited | Subordinate | B | -- Jun/84 | 1 | 250000 | | 859000 250000 |
| REDSTONE RESOURCES INC. | Harquail, J. A. Impact Investments | Common | DS | -- Jun/84 | 1 | 6000 | | 287915 6000 |
| | | Warrants | | Jun/84 | 1 | 500 | | 15500 |
| REICHHOLD LIMITED | Montague, George H. Amended RRSP | Common | D | Mar/84 | T | 2 | | 514 |
| | | | | Jun/84 Mar/84 Jun/84 | T 1 T 1 | 3 1041 69 | | 9239 |
| RENAISSANCE ENERGY LTD. | Greene, Ronald G. R.G. Greene Holdings Ltd. RRSP | Common | DS | Jun/84 | | 1648 | | 256434 |
| | | | | -- -- | 1 1 | | | 4124 750 |
| | Paget, James R. J.R. Paget Professional Corp. | 3rd Preferred Series A | DS | -- | 1 | | | 105 |
| | Paget, James R. J.R. Paget Professional Corp. RRSP | Common | DS | -- | | | | 32129 |
| | | | | Jun/84 -- | 1 1 | 1295 | | 6090 1474 |
| | Thomson, John A. RRSP | Common | S | Jun/84 -- | 1 | 966 | | 2778 833 |
| | Woitias, Clayton H. Spouse | | DS | Jun/84 -- | 1 | 1193 | | 8472 3000 |
| RIALTO RESOURCES INC | Cameron, Lori | Securities | D | -- | IR | | | --- |
| | Howes, Grant Gemini Management Inc. | Common | B | -- | IR1 | | | 85000 |
| | | Preference | | -- | IR1 | | | 500000 |

| REPORTING ISSUER | INSIDER | SECURITY | REL IN | TRANS DATE | TYPE | BOUGHT OR ACQUIRED | SOLD OR DISPOSED | MONTH-END HOLDINGS |
|-------------------------------------|--|------------|--------|------------------|-----------|--------------------|------------------|-----------------------|
| RIALTO RESOURCES INC (Continued) | Jedig, Helly Amerdus Management Inc. | Common | B | -- Jun/84 | IR1 1 | | 85000 | 85000 --- |
| | | Preference | | -- Jun/84 | IR1 1 | | 500000 | 500000 --- |
| | Kaine, Charles | Securities | DS | -- | IR | | | --- |
| RIO ALGOM LIMITED | Tinto Holdings Canada Limited | Common | B | Jun/84 | | 37138 | | 22506108 |
| ROYAL BANK OF CANADA, THE | Labarge, Suzanne B. Stock Dividend Plan | Common | S | -- | IR IR1 | | | 700 5 |
| ROYEX GOLD MINING CORPORATION | Sparks, K. Barry | Common | S | -- | IR | | | 60 |
| | Goodman, Ned Jodama Holdings Limited | Common | D DISI | -- | IR1 | | | 5454 |
| | Raymond, James D. Feejay Corporation Canada Ltd. wife | Pref. | DI | -- | IR1 | | | 1818 |
| | | Common | | Jun/84 -- | 1 1 | 5000 | | 17500 5000 3500 |
| SANTA'S VILLAGE LIMITED | Murphy, Adele | Common | B | -- | IR | | | 7961 |
| SAULT MEADOWS ENERGY CORPORATION | Lewis, Elliot A. | Common | DS | May/84 | | 3000 | | |
| | Tayok Energy Consultants Limited Tayok Investments Limited | | | Jun/84 Jun/84 | | 2000 2000 | | 7310 3000 |
| SCINTREX LIMITED | Scintrex Limited | Common | | -- | 1 | | | 104590 |
| SEABOARD LIFE INSURANCE COMPANY | Friends' Provident Life Office | Common | B | -- | IR | 1000 | | 3350 550569 |
| SEEMAR MINES LIMITED | Swinton, Kurt R. | Common | DS | Apr/84 Apr/84 | X | 100000 | | 10000 1000 |
| SENLAC RESOURCES INC. | Celotti, Gus V. Indirect Holdings | Warrants | D | -- May/84 | 1 | | 1000 | --- |

| REPORTING ISSUER | INSIDER | SECURITY | REL'N | TRANS DATE | TYPE | BOUGHT OR ACQUIRED | SOLD OR DISPOSED | MONTH-END HOLDINGS |
|------------------------------------|---|-----------------------|-------|------------------|------|-----------------------|---------------------|-----------------------|
| SHADOWFAX RESOURCES LTD. | Lewis, Elliot A. | Common | DS | Jun/84 | | | 3000 | 81100 |
| | Partee, Andrew L. | | D | Jun/84 Jun/84 | F | 70000 | 57000 | 222900 |
| | | Warrants | | Jun/84 | F | | 70000 | --- |
| | Rosenberg, Elliott B. | Common | DS | Jun/84 Jun/84 | X | 11000 | 11000 | 27100 |
| | Rosenberg, Gordon I. | | DS | Jun/84 Jun/84 | X | 10000 | 10000 | --- |
| SHAWNEE PETROLEUMS LIMITED | Brissenden, Richard W. Bywood Holdings Limited | Common | D | Jun/84 | 1 | 5000 | | 68000 |
| | McCoy, Wayne A. Bywood Holdings Limited | | D | Jun/84 | 1 | 5000 | | 68000 |
| SILVERSIDE RESOURCES INC. | McCloskey, Richard D. | Common | DS | Jun/84 | | | 2000 | 50000 |
| SILCORP LIMITED | Excesil Corporation | Class B | B | Jun/84 | | 1100 | | 240290 |
| SLATER STEEL INDUSTRIES LIMITED | Harper, William H. W.H. Harper Inc. | Class A | D | -- | IR1 | | | 1000 |
| SPARTON RESOURCES INC | Watson, Mackenzie I. | Common | D | Jun/84 | | 15000 | | 105000 |
| STANDARD OIL COMPANY (INDIANA) | Callahan, Ronald E. | Common | S | Jun/84 | | | 1800 | 2864 |
| STATES EXPLORATION LTD. | Podmaroff, Peter | Securities | S | -- | IR | | | --- |
| STEINBERG INC. | Campbell, Donald G. | 2nd Pref. Series B | D | Jun/84 | | 1900 | | 1900 |
| STRATHEARN HOUSE GROUP LIMITED | Kay, James F. Indirect Holdings | Class A | DSB | May/84 | | 1319212 | | 1328445 |
| SULLIVAN MINES INC | Beliveau, Lucien C. | Common | DS | Jun/84 | | 2000 | | 16357 |
| SYDNEY DEVELOPMENT CORPORATION | Balcom, Graeme S. Indirect Holdings | Common | S | Jun/84 -- | 1 | 4629 | | 31147 50000 |
| TELEDYNE CANADA LIMITED | Cox Jr., Townsend C. | Common | DS | Jun/84 | | 1000 | | 3000 |
| TEXACO INC | de Langley, L. Robert | Common | S | 1983-4 | | 361 | | 6918 |

| REPORTING ISSUER | INSIDER | SECURITY | REL'N | TRANS DATE | TYPE | BOUGHT OR ACQUIRED | SOLD OR DISPOSED | MONTH-END HOLDINGS |
|---|---|--|-------|------------|------|--------------------|------------------|--------------------|
| THIRD CANADIAN GENERAL INVESTMENT TRUST LIMITED | Third Canadian General Investment Trust Limited | Common | | Jun/84 | | 15593 | | 80101 |
| TIBER ENERGY CORPORATION | Martin, William S. A. | Common | D | -- | IR | | | 3400 |
| TINTINA MINES LIMITED | Franklin, Robert M. RRSP | Common | DS | Jun/84 | | 2000 | | 33300 10500 |
| TOMBILL MINES LIMITED | Davies, Raymond | Class A | S | -- | IR | | | 500 |
| TORONTO-DOMINION BANK | de Grandpre, A. Jean Chodeg Investments Inc. McCann, Noel S. Pension Fund Society, The of Toronto-Dominion Bank, The Pentor Company Harden Patrick A. | Common | D | Jan/84 | | 214 | | 16285 |
| | | | S | Jun/84 | F | 19 | | 1516 |
| TORONTO SUN PUBLISHING CORPORATION, THE | | Common | S | -- | IR | 20560 | | 862560 3109 |
| TORSTAR CORPORATION | Maclean Hunter Limited Steward, Hartley W. Honderich, Beland H. Honderich Investments Limited Voting Trust Agreement Dakin, Guy L. Total Eastcan Exploration Ltd. | Class B | B | Jun/84 | T | 15883 | | 4115898 |
| | | | S | -- | IR | | | 5815 |
| | | | B | Jun/84 | T | 250 | 334 | -- |
| | | | | Jun/84 | M | | | |
| | | | | Jun/84 | M | | 8718 | 765233 |
| | | | | Jun/84 | M | 9052 | | |
| TRANS-CANADA RESOURCES LTD. | | Common | DS | Jun/84 | | | 3594 | 56670 |
| | | \$1.8 Cum. Red. Conv. First Pref. Series A | B | Jun/84 | | 600 | | 10000 |
| TRANSCANADA PIPELINES LIMITED | Britton, George C. | Common | S | Jun/84 | X | 6000 | | 39062 |
| | Button, H. Fred Trusts | | S | -- | IR | | | 17721 20 |
| | Cameron, James M. | | DS | Jun/84 | X | 5500 | 5500 | 73840 |

| REPORTING ISSUER | INSIDER | SECURITY | REL'N | TRANS DATE | TYPE | BOUGHT OR ACQUIRED | SOLD OR DISPOSED | MONTH-END HOLDINGS |
|--|------------------------------------|------------------------------|-------|------------------|--------|-----------------------|---------------------|-----------------------|
| TRANSCANADA PIPELINES LIMITED (Continued) | Dalgleish, Terence | Common | S | -- | IR | | | 6321 |
| | Filter, Candy J. | | S | -- | IR | | | 107 |
| | Grodd, Klauss | | S | -- | IR | | | 7500 |
| | Hanson, David G. | | S | -- | IR | | | 22617 |
| | Henwood, Derek E. | | S | Jun/84 Jun/84 | X | 3100 | 3100 | 25640 |
| | Hill, Brian F. | | S | Jun/84 | | | 349 | 19581 |
| | Jaskula, Lennard A. | | S | -- | IR | | | 6870 |
| | McOuat, James W. S. | | S | Jun/84 | | | 214 | 17718 |
| | Sim, Raymond F. | | S | Jun/84 | | | 400 | 37230 |
| | Stach, P. H. | | S | -- | IR | | | 3060 |
| | TransAlta Utilities Corporation | | B | Jun/84 | E | 4587 | | 8731658 |
| | Travers, A. R. | | S | -- | IR | | | 1740 |
| | Whiteside, Kenneth G. | | S | Jun/84 Jun/84 | X | 2500 | 2500 | 39920 |
| | Woods, George W. | | DS | Jun/84 | C | 25 | | 81557 |
| TRANSALTA RESOURCES CORPORATION | Halpen, Michael J. | Common | S | Apr/84 | | 10 | | 157 |
| | RRSP | | | Jan/84 Jun/84 | 1 1 | 5 | 284 | --- |
| | TransAlta Utilities Corporation | \$1.40 Conv. Second Pref. | B | Jun/84 | E | | 4587 | 294718 |
| TREASURE VALLEY EXPLORATIONS LTD | Elkin, Jacob J. D. | Common | D | -- | IR | | | 116000 |
| TRI-STAR RESOURCES LTD | Copetrex Oil & Gas Co. Ltd. | Common | | May/84 | | 8000 | | 181066 |
| | Reich, Joerg M. | | D | -- May/84 | IR | 5967 | | 135426 141393 |

| REPORTING ISSUER TRILOGY RESOURCES CORPORATION | INSIDER | SECURITY | REL 'N | TRANS DATE | TYPE | BOUGHT OR ACQUIRED | SOLD OR DISPOSED | MONTH-END HOLDINGS |
|--|----------------------------------|-----------------------|--------|---------------|------|-----------------------|---------------------|-----------------------|
| | | | | | | | | |
| | Bauer, David | Common | D | -- | | | | 308612 |
| | Indirect Holdings | | | Apr/84 | 1 | 1000 | | |
| | | | | May/84 | 1 | 1000 | | 61322 |
| TRIMAC LIMITED | Bailey, Franklin T. | Common | S | Jun/84 | T | 268 | | 13712 |
| | Kennedy, Robert J. | | DI | Jun/84 | T | 2 | | 102 |
| | McCaig, John R. | | DS | Jun/84 | T | 101041 | | 5153110 |
| | McCaig, Maurice W. | | DS | Jun/84 | | 24 | | 1224 |
| | Indirect Holdings | | | Jun/84 | T 1 | 46748 | | 2384148 |
| | McIntosh, Donald A. | | D | Jun/84 | T | 1044 | | 53244 |
| | McNichol, Ross B. | | S | Jun/84 | T | 4 | | 204 |
| | Winger, Kenneth W. | | S | -- | | | | 31 |
| | Indirect Holdings | | | Jun/84 | T 1 | 12 | | 612 |
| TRINITY RESOURCES LTD. | CBC Pension Board of Trustees | Common | B | | | | | |
| | RoyTor | | | Jun/84 | 1 | 795600 | | 1141100 |
| TRIZEC CORPORATION LTD. | Killi, Joseph F. | Class A | S | Jun/84 | | 800 | | 61800 |
| | | Class B | | Jun/84 | | 800 | | 61800 |
| | | Preferred Series 3 | | Jun/84 | | 80 | | 6180 |
| TRITEX PETROLEUM CORP. | Rash, Mark | Common | B | | | | | |
| | M. Rash & Co. Limited | | | Jun/84 | 1 | 1600 | | |
| | | | | Jun/84 | 1 | | 212940 | 130708 |
| TRU-WALL GROUP LIMITED | Tru-Wall Group Limited | Common | | Jun/84 | | 16600 | | |
| | | | | Jun/84 | R | | 16600 | --- |
| | Ursini, Leonard A. | | DS | Jun/84 | | 1300 | | 24539 |
| | Leonard Ursini | | | -- | | | | 55900 |
| | Investments Limited | | | -- | | | | 89084 |
| | Ursini Bros. Limited | | | | 1 | | | 13092 |
| | Ursini, Maurice M. | | DS | Jun/84 | | 1300 | | 89085 |
| | Ursini Bros. Limited | | | -- | 1 | | | |

| REPORTING ISSUER | INSIDER | SECURITY | REL'N | TRANS DATE | TYPE | BOUGHT OR ACQUIRED | SOLD OR DISPOSED | MONTH-END HOLDINGS |
|----------------------------------|--|---------------------------|-------|----------------------------|--------|--------------------|------------------|------------------------|
| UNICORP CANADA CORPORATION | Brenzel, Lawrence A. L.A. Brenzel Securities Limited | 10% Pfd. | D | Jun/84 | 1 | | 100 | 100 |
| | Brenzel, Lawrence A. L.A. Brenzel Securities Limited | Class A | D | -- | | | | 28800 |
| | Brenzel, Lawrence A. L.A. Brenzel Securities Limited | | | Jun/84 Jun/84 | 1 1 | 2300 | 1300 | 140623 |
| | Brenzel, Lawrence A. L.A. Brenzel Securities Limited | Class B | D | -- | | | | 15000 |
| | Brenzel, Lawrence A. L.A. Brenzel Securities Limited | CV Class 2 Pr A | D | Jun/84 | 1 | | 100 | 2300 |
| | Brenzel, Lawrence A. L.A. Brenzel Securities Limited | | | Jun/84 Jun/84 | 1 1 | 1200 | 400 | --- |
| | Brenzel, Lawrence A. L.A. Brenzel Securities Limited | | | Jun/84 | 1 | | 100 | 1100 |
| UNION GAS LIMITED | Anderson, James R. | Common | SI | -- | IR | | | 564 |
| | Anderson, James R. Share Ownership Plan | Options | SI | -- | IR1 | | | 6000 |
| UNITED CANADIAN SHARES LIMITED | United Canadian Shares Limited | Common | | Jun/84 | | 4900 | | 4900 |
| UNITED FINANCIAL MANAGEMENT LTD. | Exco Corporation Limited | Common | B | Jun/84 | | 250 | | 1192005 |
| URBAN RESOURCES LIMITED | Caldwell, Thomas S. CanNor Orcana | Common | DS | Jun/84 Jun/84 Jun/84 | 1 1 | | 122000 96000 | 48001 --- 340000 |
| VS SERVICES LTD. | Boone, Robert E. | Series A Preference | DS | May/84 | | 15000 | | 35000 |
| | Chant, Dixon S. | | DS | May/84 | | 8500 | | 26000 |
| | Daigle, Kenneth C. | | S | May/84 | | 7000 | | 15000 |
| | Graham, James E. | | DS | May/84 | | 25000 | | 75000 |
| | McCawley, Peter E. | Class A Series A Pref. | S | Jun/84 | X | 3000 | | 5000 |
| | | Common | | Jun/84 Jun/84 | X X | 1000 | 1000 | 66 |

| REPORTING ISSUER | INSIDER | SECURITY | REL'N | TRANS DATE | TYPE | BOUGHT OR | | SOLD OR | | MONTH-END |
|-----------------------------|--|---------------------|-------|------------|------|-----------|----------|----------|----------|-----------|
| | | | | | | ACQUIRED | DISPOSED | DISPOSED | HOLDINGS | |
| L. A. VARAH LTD. | Feenie, Robert J. Elmhurst Investments Ltd. | Common | D | | | | | | | |
| | | | | Jun/84 | 1 | 20000 | | | | 20000 |
| VERSATILE CORPORATION | Versatile Corporation | Warrants | | Jun/84 | 1 | 10000 | | | | 10000 |
| | | | | Jun/84 | | 5000 | | 4900 | | 192100 |
| WABIGOON RESOURCES LIMITED | Multivest Financial Services Limited | Preferred | | Jun/84 | R | | | | | |
| | | | | Jun/84 | | | | | | |
| HIRAM WALKER RESOURCES LTD. | White, James F. E. Jaines Holdings Ltd. | Common | B | Jun/84 | X | 10000 | | | | 2921880 |
| | | | | | | | | | | |
| WALWYN INC | Gieruszczak, Thaddeus E. Wife | Common | SI | Jun/84 | | | | 100 | | 12161 |
| | | | | -- | 1 | | | | | 500 |
| | Barker, Margaret A. | Common | SI | -- | IR | | | | | 152 |
| | | | | | | | | | | |
| | Berry, Michael W. M. | Series A Preference | SI | -- | IR | | | | | 2000 |
| | | | | | | | | | | |
| | Davis, David | Common | DS | Jun/84 | | 2000 | | | | 2000 |
| | | | | -- | IR | | | | | 2000 |
| | Duffy, Richard F. | Common | SI | Jun/84 | | | | 1000 | | 26501 |
| | | | | Jul/84 | | 201 | | | | |
| | Graham, William B. | Series A Preference | S | Jun/84 | | 2000 | | | | 2000 |
| | | | | | | | | | | |
| | Horn, Philip B. | Common | DISI | -- | | | | | | 66510 |
| | | | | Jul/84 | 1 | 360 | | | | 360 |
| | Kyne, Anthony T. Stock Purchase Plan | Series A Preference | DISI | Jun/84 | | 2000 | | | | 2000 |
| | | | | | | | | | | |
| | Martel, Roger H. | Common | DISI | Jun/84 | | 2000 | | | | 2000 |
| | | | | | | | | | | |
| | Martin, Joseph O. J. | Class B | SI | Jun/84 | | | | | | 2000 |
| | | | | | | | | | | 2000 |
| | Moore, William J. | Common | SI | Jun/84 | | | | | | 2000 |
| | | | | | | | | | | |
| | Speck, John R. | Common | SI | Jun/84 | | | | | | 2000 |
| | | | | | | | | | | |
| WARDAIR INTERNATIONAL LTD. | Wilkie, Blythe H. | Common | DS | May/84 | | | | 150 | | 150 |
| | | | | | | | | | | |
| WESTMIN RESOURCES LIMITED | Montgomery, Gordon H. | Common | DS | Jun/84 | | 8000 | | | | 8000 |
| | | | | | | | | | | |

| REPORTING ISSUER | INSIDER | SECURITY | REL'N | TRANS DATE | TYPE | BOUGHT OR ACQUIRED | SOLD OR DISPOSED | MONTH-END HOLDINGS |
|--|--|----------|-------|------------|------|--------------------|------------------|--------------------|
| WESTMIN RESOURCES LIMITED (Continued) | Montgomery, Gordon H. Indirect Holdings | Common | DS | -- | 1 | | | 1110 |
| WILSHIRE ENERGY RESOURCES INC. | Paterson, William D. | Common | DS | Jun/84 | | 9500 | | 339570 |
| WOODWARD'S LIMITED | Forbes, William G. | Common | S | Jun/84 | | | 150 | 15746 |
| XEROX CANADA INC. | Brophey, Peter M. | Units | DS | -- | IR | | | 300 |
| | Frencce, Guy P. | | D | -- | IR | | | 2000 |
| | Kaufman, Howard J. | | S | -- | IR | | | 50 |
| | Murray, Hugh A. | | S | -- | IR | | | 200 |
| | Watson, Thomas D. | | S | -- | IR | | | 500 |
| YORBEAU RESOURCES INC. | Glackmeyer, Karl | Common | DS | -- | IR | | | 200000 |

REPORT UNDER SECTION 113 OF THE ACT

| MANAGEMENT COMPANY | SELLER | PURCHASER | DATE OF TRANSACTION | NATURE OF TRANSACTION |
|--------------------------------------|--------------------------------|----------------------------------|---------------------|--|
| INVESTORS SECURITIES MANAGEMENT LTD. | Investors Group Trust Co. Ltd. | Investors Retirement Mutual Fund | Jun/84 | Bank of Montreal 11,400 Shares ----- |
| MD MANAGEMENT LIMITED | MD Growth Investments Limited | Bannerman, R. P. | Apr/84 | 12 Class A Shares |
| " | " | " | May/84 | 12 Class A Shares |
| " | " | Sapp, G. A. | Apr/84 | 90 Class A Shares |
| " | " | " | May/84 | 95 Class A Shares |
| " | " | Thomas, W. D. S. | Jan/84 | 559 Class A Shares |
| " | " | " | Feb/84 | 31 Class A Shares |
| MIDLAND DOHERTY LIMITED | Bow Valley Resource Services | Resources of Canada Fund | June, 1984 | 300 Common Shares |
| " | " | " | June, 1984 | 4,300 Common Shares |
| " | Resources of Canada Fund | Lac Minerals | June, 1984 | 30 Call Sep. 35 |
| " | Shell Canada | Resources of Canada Fund | June, 1984 | 100 Call Aug 27 |

CHAPTER 8
NOTICES OF EXEMPT FINANCINGS

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

| TRANSACTION DATE | PURCHASER | SECURITY | PRICE | AMOUNT |
|---------------------|--|--|-------------|----------------|
| Jun. 27, 1984 | Midcon Oil & Gas Limited | ANARION HOLDINGS LTD. DEMAND DEBENTURE | \$2,000,000 | One |
| " | Yellowknife Bear Resources Inc. | " " | " | One |
| Jun. 25, 1984 | Alliance Retiral Fund | BELLWOOD HEALTH SERVICES INC. UNITS | 100,500 | 1,000 units |
| Mar. 30, 1984 | Montreal Trust Company of Canada Trustee Croven Crystals Pension Plan for Hourly Employees | BLACK GALPER & HEESELS POOLED PENSION FUND, THE - UNITS | 558,542 | 1 units |
| Oct. 31, 1983 | Montreal Trust Company of Canada Trustee of The Pension Plan for Group "B" Heessels Limited | " " | 46,464 | 1 units |
| Nov. 30, 1983 | Montreal Trust Company of Canada Trustee of The Pension Plan for Group "A" Employees of Black Galper & Heessels | " " | 29,998 | 1 units |
| May. 31, 1984 | Montreal Trust Company of CDA Trustee of Teamster in Toronto & Vicinity, Ready Mix Pension Trust Fund | " " | 3,733,864 | 1 units |
| Jun. 29, 1984 | Canada Permanent Trust Company | BRASCAN LIMITED - FLOATING RATE CUMULATIVE REDEEMABLE 1981 PREFERRED SHARES SERIES D | 8,000,000 | 320,000 shares |
| " | Canada Trust Company, The | " " | 10,000,000 | 400,000 shares |
| " | Grafton-Fraser Inc. | " " | 500,000 | 20,000 shares |
| " | Investors Group Trust Guaranteed A/C | " " | 1,000,000 | 40,000 shares |

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

| TRANSACTION DATE | PURCHASER | SECURITY | PRICE | AMOUNT |
|---------------------|--|--|-------------|------------------|
| Jun. 29, 1984 | Investors Syndicate Limited | BRASCAN LIMITED - FLOATING RATE CUMULATIVE REDEEMABLE 1981 PREFERRED SHARES SERIES D | \$1,000,000 | 40,000 shares |
| " | Mercantile Bank of Canada | " " | 10,000,000 | 400,000 shares |
| " | Montreal Trust Company of Canada | " " | " | 400,000 " |
| " | National Bank of Canada | " " | 25,000,000 | 1,000,000 shares |
| " | North Canadian Investments Inc | " " | " | 1,000,000 " |
| " | Waruda Holdings Ltd. | " " | 9,500,000 | 380,000 shares |
| Jun. 25, 1984 | Peters, James R. | CAMBRIDGE VENTURE LTD. CLASS H SHARES | 500,000 | 5,000 shares |
| Jun. 29, 1984 | Great Lakes Power Investments Limited | CARENA-BANCORP HOLDINGS INC. FLOATING RATE CLASS B PREFERENCE SHARES, SERIES E | 30,000,000 | 30,000 shares |
| " | Mercantile Bank of Canada | " " | 10,000,000 | 10,000 shares |
| " | North Canadian Investments Limited | " " | " | 10,000 " |
| Jul. 04, 1984 | Toronto-Dominion Bank, The | CONTINUUM DATA SYSTEMS INC. PROMISSORY NOTE | 5,880,000 | One |
| Jun. 29, 1984 | Acme Construction Ltd. | FIRST CASH MANAGEMENT LIQUIDITY FUND - UNITS | 200,000 | 199 units |
| Jun. 15, 1984 | Orco Theatres Limited | " " | 699,000 | 697 units |
| Jun. 29, 1984 | Carena-Bancorp Inc. | GREAT LAKES POWER INVESTMENTS LIMITED COMMON SHARES | 30,000,000 | 1,799,640 shares |

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

| TRANSACTION DATE | PURCHASER | SECURITY | PRICE | AMOUNT |
|---------------------|--|---|--------------|----------------|
| Jul. 03, 1984 | Arteco Holdings Limited | GREAT LAKES POWER INVESTMENTS LIMITED PARTICIPATING CLASS C PREFERENCE SHARES | \$15,000,000 | 150,000 shares |
| Jun. 25, 1984 | Goldberg, A. | LABARRE RESOURCES INC. 12% CONVERTIBLE DEBENTURE DATED JUNE 25, 1984 MATURING SEPTEMBER 30, 1985 | 100,000 | \$100,000 |
| Jun. 29, 1984 | Cancarb Limited | MACDONALD, DETWILER AND ASSOCIATES LTD. - SCIENTIFIC RESEARCH NOTE | 3,000,000 | \$1,665,000 |
| Jun. 29, 1984 | Byers Transport Limited | MAKIN PROJECT INITIATORS LTD. SCIENTIFIC RESEARCH DEBENTURE REDEEMABLE ON DEMAND | 100,000 | One |
| " | Consumers' Gas Company Limited | " " | 16,000,000 | One |
| " | Equipments Sani-Com Ltee | " " | 200,000 | One |
| " | Grey Goose Bus Lines (Manitoba) Ltd. | " " | " | One |
| " | Haul-Away Disposal Ltd. | " " | 900,000 | One |
| " | Hiram Walker Resources Ltd. | " " | 5,000,000 | One |
| " | IBM Canada Ltd. | " " | 10,000,000 | One |
| " | Laidlaw Transport Limited | " " | 700,000 | One |
| " | Laidlaw Waste Systems (Alta.) Ltd. | " " | 2,300,000 | One |
| " | Laidlaw Waste Systems (Manitoba) Ltd. | " " | 1,000,000 | One |

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

| TRANSACTION DATE | PURCHASER | SECURITY | PRICE | AMOUNT |
|---------------------|--|--|-------------|--------------|
| Jun. 29, 1984 | Laidlaw Waste Systems Ltd. | MAKIN PROJECT INITIATORS LTD. SCIENTIFIC RESEARCH DEBENTURE REDEEMABLE ON DEMAND | \$1,700,000 | One |
| " | Loblaws Limited | " " | 1,000,000 | One |
| " | Peter's Cartage Service (Windsor) Limited | " " | 600,000 | One |
| " | Provincial Sanitation Services Limited | " " | " | One |
| " | Rainbow Couriers Ltd. | " " | 200,000 | One |
| " | Reliable Transport (Quebec) Inc. | " " | 120,000 | One |
| " | Smithrite Disposal Ltd. | " " | 300,000 | One |
| " | Societe Sanitaire Laval Ltee. | " " | 1,400,000 | One |
| " | Travelways Maple Leaf Ltd. | " " | 1,200,000 | One |
| " | Travelways School Transit Ltd. | " " | 7,580,000 | One |
| " | Travelways Tours Ltd. | " " | 400,000 | One |
| " | Westfair Foods Ltd. | " " | 16,000,000 | One |
| " | Yellow Cab Limited | " " | 500,000 | One |
| " | Zehrmart Ltd. | " " | 8,000,000 | One |
| Jun. 29, 1984 | 434580 Ontario Ltd. | MAYFAIR APARTMENTS LIMITED, THE - UNITS | 125,000 | 4,894 shares |
| " | Dumbrell, Joseph | " " | 120,000 | 5,754 shares |
| " | Falkner, Ann | " " | 135,000 | 4,608 shares |

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

| TRANSACTION DATE | PURCHASER | SECURITY | PRICE | AMOUNT |
|---------------------|---|--|-----------|----------------|
| Jun. 29, 1984 | Michael Dumbrell & Associates Ltd. | MAYFAIR APARTMENTS LIMITED, THE - UNITS | \$120,000 | 5,754 shares |
| " | Michael Dumbrell & Associates Ltd. | " | " | 5,754 " |
| " | Milne, E. M. | " | 131,000 | 7,117 shares |
| " | Read, Dorothy | " | 130,000 | 4,920 shares |
| " | Read, Dorothy | " | 135,000 | 6,290 shares |
| " | Sutherland, Sharon | " | " | 7,117 " |
| Jun. 26, 1984 | Grafton Fraser Inc. | MULTIPEX INVENTIONS & TECHNOLOGY DEVELOPMENT INC. | 1,000,000 | One |
| Jun. 29, 1984 | Sun Life Assurance Company of Canada | NORTHERN TELECOM LIMITED COMMON SHARES | 935,724 | 21,132 shares |
| Jun. 29, 1984 | Maunder, W. Donald | PETROLANTIC RESOURCES INC. COMMON SHARES | 100,000 | 200,000 shares |
| Jun. 29, 1984 | 133578 Canada Limited | RAYROCK RESOURCES LIMITED SUBORDINATE VOTING SHARES | 2,437,500 | 250,000 shares |
| May. 30, 1984 | Wainco Oil and Gas Ltd. Pension Plan | STERLING TRUST CORPORATION | 34,000 | \$34,000 |
| Jun. 28, 1984 | Grunau, Ted C. | SUMMIT VENTURES, L.P. LIMITED PARTNERSHIP INTEREST | 500,000 | \$500,000 |
| May. 30, 1984 | Canada Trustco Mortgage Company | WARREN PAVING & MATERIALS GROUP LIMITED, THE - 13 3/4% FIRST SECURED FIXED RATE BOND SERIES E | 3,000,000 | \$3,000,000 |
| May. 30, 1984 | Continental Bank of Canada | WARREN PAVING & MATERIALS GROUP LIMITED, THE - 13 3/4% FIRST SECURED FIXED RATE BOND SERIES F | 5,000,000 | \$5,000,000 |

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

| TRANSACTION DATE | PURCHASER | SECURITY | PRICE | AMOUNT |
|---------------------|---------------------------------------|--|-------------|--------------|
| May. 30, 1984 | Canada Permanent Mortgage Corporation | WARREN PAVING & MATERIALS GROUP LIMITED, THE - 13 3/4% FIRST SECURED FIXED RATE BONDS SERIES G | \$5,000,000 | \$5,000,000 |
| May. 30, 1984 | Royal Trust Corporation of Canada | WARREN PAVING & MATERIALS GROUP LIMITED, THE - 14% SECURED FIXED RATE BOND SERIES D | 7,000,000 | \$7,000,000 |
| May. 30, 1984 | Credit Lyonnais Canada | WARREN PAVING & MATERIALS GROUP LIMITED, THE - FLOATING RATE FIRST SECURED BOND SERIES I | 2,000,000 | \$2,000,000 |
| May. 30, 1984 | Mercantile Bank of Canada, The | WARREN PAVING & MATERIALS GROUP LIMITED, THE - FLOATING RATE FIRST SECURED BONDS SERIES H | 12,000,000 | \$12,000,000 |
| May. 30, 1984 | Continental Bank of Canada | WARREN PAVING & MATERIALS GROUP LIMITED, THE - FLOATING RATE FIRST SECURED BONDS SERIES J | 5,000,000 | \$5,000,000 |
| Jun. 28, 1984 | Tandy Electronics Limited | WHITE FARM MANUFACTURING CANADA LIMITED - PROMISSORY NOTE REDEMABLE ON DEMAND | 2,200,000 | One |

RESALE OF SECURITIES

FORM - 21

| DATE OF RESALE | DATE OF ORIG PURCHASE | SELLER | SECURITY | PRICE | AMOUNT |
|-------------------|--------------------------|---|---|---------|---------------|
| Jun. 28, 1984 | Sep. 18, 1978 | H.C.I. Investment Syndicate | BAR RESOURCES LTD. COMMON SHARES | \$6,020 | 3,000 shares |
| Jun. 28, 1984 | Sep. 18, 1978 | Hebker Investment Syndicate | " " | 9,387 | 7,000 " |
| Jun. 29, 1984 | May. 09, 1983 | Shawnee Petroleums Limited | CAMEL OIL & GAS LTD. COMMON SHARES | 4,961 | 5,500 shares |
| Jul. 04, 1984 | " | " | " " | 1,353 | 1,500 " |
| Jul. 05, 1984 | " | " | " " | 1,236 | 1,500 " |
| Jul. 09, 1984 | " | " | " " | 2,328 | 3,000 " |
| Jul. 03, 1984 | Jan. 10, 1983 | Lavalin Inc. | COHO RESOURCES LTD. COMMON SHARES | 50,000 | 10,000 shares |
| Jun. 29, 1984 | Nov. 25, 1982 | Northoka Holdings Limited | CONSOLIDATED MONTCLERG MINES LIMITED - COMMON SHARES | 4,400 | 10,000 shares |
| Jun. 13, 1984 | Sep. 28, 1983 | Montreal Trust Company of Canada A/C T911220 | CONSUMERS GLASS COMPANY LIMITED - COMMON SHARES | 212,500 | 17,000 shares |
| Jun. 14, 1984 | " | " | " " | 8,750 | 700 " |
| Jun. 15, 1984 | " | " | " " | 13,750 | 1,100 " |
| Jun. 20, 1984 | " | " | " " | 2,500 | 200 " |
| Jun. 21, 1984 | " | " | " " | 887,500 | 71,000 " |
| Jun. 19, 1984 | Apr. 06, 1983 | Royal Bank of Canada | DAON DEVELOPMENT CORP. COMMON SHARES | 1,600 | 1,000 shares |
| " | " | " | " " | 3,260 | 2,000 " |
| " | " | " | " " | 4,050 | 2,500 " |
| Jun. 20, 1984 | " | " | " " | 37,584 | 23,200 " |
| Jun. 22, 1984 | " | " | " " | 66,504 | 40,800 " |

RESALE OF SECURITIES

FORM - 21

| DATE OF RESALE | DATE OF ORIG PURCHASE | SELLER | SECURITY | PRICE | AMOUNT |
|-------------------|--------------------------|--|---|---------|----------------|
| Jun. 26, 1984 | Apr. 06, 1983 | Royal Bank of Canada | DAON DEVELOPMENT CORP. COMMON SHARES | \$1,600 | 1,000 shares |
| Mar. 14, 1984 | Feb. 17, 1983 | Monray & Co. A/C 903470 | DYLEX LIMITED COMMON SHARES | 61,200 | 4,800 shares |
| Jul. 06, 1984 | Feb. 17, 1983 | Mutual Life Assurance Company of Canada | MAGNA INTERNATIONAL COMMON SHARES | 1,490 | 100 shares |
| Jul. 03, 1984 | Sep. 26, 1983 | Manufacturers Life Insurance Company, The | MINERAL RESOURCES INTERNATIONAL LIMITED COMMON SHARES | 325,000 | 100,000 shares |

NOTICE OF INTENTION TO DISTRIBUTE SECURITIES PURSUANT TO SUBSECTION 7 OF SECTION 71

| <u>SELLER</u> | <u>SECURITY</u> | <u>AMOUNT</u> |
|--|--|----------------|
| R. C. Baxter Ltd. | BAXTER TECHNOLOGIES CORPORATION - COMMON SHARES | 400,000 shares |
| Counselling Foundation of Canada, The | BROULAN RESOURCES INC. - COMMON SHARES | 178,600 " |
| pyke, Murray W. | COMAPLEX RESOURCES INTERNATIONAL LTD. COMMON SHARES | 20,000 " |
| Faraday Resources Inc. | HYDRA EXPLORATIONS LIMITED - COMMON SHARES | 250,000 " |

CHAPTER 9

TAKE-OVER BIDS, ISSUER BIDS

9.1 TAKE-OVER BIDS, ISSUER BIDS

9.1.1 COHO RESOURCES LIMITED

9.1.2 LONGFORD EQUIPMENT INTERNATIONAL LIMITED

TAKE-OVER BIDS, ISSUER BIDS

NOTICE OF INTENTION - FORM 35

COHO RESOURCES LIMITED

LONGFORD EQUIPMENT INTERNATIONAL LIMITED

CHAPTER 10
CONTINUOUS DISCLOSURE FILINGS

Public Documents Filed with the Ontario Securities Commission

| ISSUER | TITLE |
|---------------------------------------|----------------------|
| 128975 CANADA INC. | APPLICATION |
| 128975 CANADA INC. | APPLICATION |
| ACKLANDS LTD. | PRESS RELEASE |
| AIGUEBELLE RESOURCES INC. | PRESS RELEASE |
| ALTON CORPORATION, THE | NAME CHANGE |
| ALUMINUM COMPANY OF CANADA LTD. | PRESS RELEASE |
| AMTELECOM INC. | IFS 9 MN MY 31 84 |
| ANDROCK INC. | PRESS RELEASE |
| ANGLO ENERGY LIMITED | IFS 6 MN MR 31 84 |
| ANSIL RESOURCES LIMITED | AUD. ANN. FIN. STMT. |
| ANSIL RESOURCES LIMITED | SHRHLDRS. MTNG. MAT. |
| ANTHES INDUSTRIES INC. | IFS 6 MN AP 30 84 |
| ANYOX METALS LIMITED | CERTIF. OF MAILING |
| ASAMERA INC. | PRESS RELEASE |
| ASAMERA INC. | ANNUAL INFO. FORM |
| ASSOCIATE INVESTORS LIMITED | IFS 6 MN MY 31 84 |
| ASSOCIATE INVESTORS LIMITED | PROSPECTUS |
| AUR RESOURCES INC. | IFS 6 MN MR 31 84 |
| B. C. TELEVISION BROADCASTING SYSTEMS | PRIVATE PLACEMENTS |
| BANDOLAC MINING COMPANY LIMITED | STATEMENT FOR INCOME |
| BANK OF ALBERTA | FORM 27-MAT. CHANGE |
| BANK OF ALBERTA | PRESS RELEASE |
| BANK OF ALBERTA | PRESS RELEASE |
| BANKENO MINES LTD. | RULING/ORDER/REASONS |
| BARRICK RESOURCES CORPORATION | AUD. ANN. FIN. STMT. |
| BARRICK RESOURCES CORPORATION | CERTIF. OF MAILING |
| BARRICK RESOURCES CORPORATION | LET. TO SHAREHOLDERS |
| BELL CANADA ENTERPRISES INC. | STOCK PURCHASE PLAN |
| BENEFICIAL CANADA INC. | APPLICATION |
| BLACK CLIFF MINES LIMITED | CHANGE OF AUDITORS |
| BLACKDOME EXPLORATION LTD. | PRESS RELEASE |
| BOLTON TREMBLAY INCOME FUND | SUMMARY STATEMENT |
| BOLTON TREMBLAY INTERNATIONAL FUND | SUMMARY STATEMENT |
| BOLTON TREMBLEY MONEY FUND | SUMMARY STATEMENT |
| BONANZA OIL AND GAS LTD. | RULING/ORDER/REASONS |
| BONANZA OIL AND GAS LTD. | APPLICATION |
| BONANZA RESOURCES LTD. | TAKEOVER/FORM 35 |
| BOW VALLEY INDUSTRIES LTD. | PRESS RELEASE |
| BOW VALLEY INDUSTRIES LTD. | PRESS RELEASE |
| BRAMALEA LIMITED | IFS 3 MN AP 30 84 |
| BRAMALEA LIMITED | RULING/ORDER/REASONS |
| BRANLY ENTERPRISES INC. | NAME CHANGE |
| BRANLY ENTERPRISES INC. | NAME CHANGE |
| BREAKWATER RESOURCES LTD. | PRESS RELEASE |
| BRITISH COLUMBIA RESOURCES INVESTMENT | PRESS RELEASE |
| BRITISH PETROLEUM COMPANY P.L.C. | BP STATISTICAL REVIE |
| BRITISH PETROLEUM COMPANY P.L.C. | FORM 20-F |
| BURNS FRY CANADIAN FUND | PROSPECTUS |

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| CABRE EXPLORATION LTD. | IFS 9 MN AP 30 84 |
| CABRE EXPLORATION LTD. | PRESS RELEASE |
| CAE INDUSTRIES LTD. | AUD. ANN. FIN. STMT. |
| CALAIS RESOURCES LTD. | TAKEOVER/FORM 35 |
| CALAIS RESOURCES LTD. | T.S.E. MATERIAL |
| CALAIS RESOURCES LTD. | FORM 27-MAT. CHANGE |
| CAMINDEX MINES LIMITED | FORM 27-MAT. CHANGE |
| CAMINDEX MINES LIMITED | T.S.E. MATERIAL |
| CAMPBELL RESOURCES INC. | T.S.E. MATERIAL |
| CAMRECO INC. | FORM 27-MAT. CHANGE |
| CANADA CUMULATIVE FUND | SUMMARY STATEMENT |
| CANADA PERMANENT INCOME INVESTMENTS | SPEC. MTG. SOL. MAT. |
| CANADIAN GAMES NETWORK INC., THE | IFS 6 MN MR 31 84 |
| CANADIAN LENCOURT MINES LIMITED | AUD. ANN. FIN. STMT. |
| CANADIAN LENCOURT MINES LIMITED | IFS 3 MN MR 31 84 |
| CANADIAN MANOIR INDUSTRIES LIMITED | CERTIF. OF MAILING |
| CANADIAN NATURAL RESOURCES LIMITED | ANNUAL REPORT |
| CANADIAN PACIFIC LIMITED | PRESS RELEASE |
| CANADIAN UTILITIES LIMITED | PRESS RELEASE |
| CANALANDS RESOURCES CORPORATION | IFS 9 MN MR 31 84 |
| CANALANDS RESOURCES CORPORATION | REPORT ON BUSINESS |
| CANOLAN RESOURCES LTD. | PRESS RELEASE |
| CARENA-BANCORP HOLDINGS INC. | PRESS RELEASE |
| CARMA LTD. | RULING/ORDER/REASONS |
| CARMA LTD. | APPLICATION |
| CEDAR RIDGE APARTMENT PROJECT | IFS 3 MN MR 31 84 |
| CENTRAL FUND OF CANADA LIMITED | PRESS RELEASE |
| CHAPEL BAY EXPLORATIONS INC. | AUD. ANN. FIN. STMT. |
| CHAPEL BAY EXPLORATIONS INC. | IFS 3 MN AP 30 84 |
| CHAPEL BAY EXPLORATIONS INC. | CERTIF. OF MAILING |
| CHAPEL BAY EXPLORATIONS INC. | SHRHLDRS. MTNG. MAT. |
| CHRYSLER CORPORATION | ANNUAL REPORT |
| CHRYSLER CREDIT CANADA LTD. | PROSPECTUS |
| CHUKUNI GOLD MINES LIMITED | AUD. ANN. FIN. STMT. |
| CHUKUNI GOLD MINES LIMITED | IFS 3 MN MR 31 84 |
| CINCINNATI ENERGY CORP. | AUD. ANN. FIN. STMT. |
| CINCINNATI ENERGY CORP. | RULING/ORDER/REASONS |
| CINEPLEX CORPORATION | PRESS RELEASE |
| CLIPPER APARTMENTS | AUD. ANN. FIN. STMT. |
| CLIPPER APARTMENTS | RULING/ORDER/REASONS |
| CLIPPER APARTMENTS | SHRHLDRS. MTNG. MAT. |
| COHO RESOURCES LIMITED | PRESS RELEASE |
| COHO RESOURCES LIMITED | TAKEOVER/FORM 35 |
| COMIESA CORPORATION | IFS 9 MN MR 31 84 |
| COMMERCIAL FINANCIAL CORPORATION LIMITED | ANNUAL REPORT |
| COMMERCIAL FINANCIAL CORPORATION LIMITED | PRESS RELEASE |
| COMMERCIAL FINANCIAL CORPORATION LIMITED | SHRHLDRS. MTNG. MAT. |

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| COMMERCIAL HOLDING AND METALS | IFS 6 MN AP 30 84 |
| COMMERCIAL OIL AND GAS LTD. | PRESS RELEASE |
| COMMERCIAL OIL AND GAS LTD. | TAKEOVER/FORM 35 |
| CONSOLIDATED COMPUTER INC. | RULING/ORDER/REASONS |
| CONSOLIDATED NOREX RESOURCES CORP. | PRESS RELEASE |
| CONSOLIDATED REXSPAR MINERALS AND | SHRHLDRS. MTNG. MAT. |
| CONSUMERS DISTRIBUTING COMPANY LIMITED | ANNUAL REPORT |
| CONSUMERS DISTRIBUTING COMPANY LIMITED | SHRHLDRS. MTNG. MAT. |
| CONTINENTAL GROUP INC., THE | IFS 3 MN MR 31 84 |
| CONTINENTAL GROUP INC., THE | CERTIF. OF MAILING |
| CONTROLLED FOODS INTERNATIONAL LTD. | FORM 27-MAT. CHANGE |
| COPPER PRINCE RESOURCES INC. | RULING/ORDER/REASONS |
| CORBY DISTILLERIES LIMITED | PRESS RELEASE |
| CORBY DISTILLERIES LIMITED | PRESS RELEASE |
| CORPORATION FALCONBRIDGE COPPER | PRESS RELEASE |
| CROWN LIFE INSURANCE COMPANY | CHANGE DIRECTORS |
| CSA MANAGEMENT LIMITED | AUD. ANN. FIN. STMT. |
| CSA MANAGEMENT LIMITED | T.S.E. MATERIAL |
| CULLATON LAKE GOLD MINES LTD. | LETTER OF TRANSMITTA |
| CULLATON LAKE GOLD MINES LTD. | MERGER-AMALGAMATION |
| CULTUS PACIFIC N.L. | RIGHTS OFFERING |
| CZAR RESOURCES LTD. | IFS 6 MN AP 30 84 |
| DALHOUSIE OIL COMPANY, LIMITED | TAKEOVER/FORM 35 |
| DAON DEVELOPMENT CORPORATION | PRESS RELEASE |
| DAON DEVELOPMENT CORPORATION | PRIVATE PLACEMENTS |
| DAON DEVELOPMENT CORPORATION | RULING/ORDER/REASONS |
| DELHI PACIFIC RESOURCES LTD. | CERTIF. OF MAILING |
| DICTAPHONE CANADA LTD. /LTEE | RULING/ORDER/REASONS |
| DISTRICT TRUST COMPANY | IFS 6 MN AP 30 84 |
| DOME PETROLEUM LIMITED | PRESS RELEASE |
| DOMINION STORES LIMITED | AUD. ANN. FIN. STMT. |
| DOMINION STORES LIMITED | SHRHLDRS. MTNG. MAT. |
| DONOHUE INC. | CHANGE OF ADDRESS |
| DONOHUE INC. | PRESS RELEASE |
| DOVER INDUSTRIES LTD. | SHRHLDRS. MTNG. MAT. |
| DRUMMOND PETROLEUM LTD. | PRESS RELEASE |
| DUNCAN GOLD RESOURCES INC. | CERTIF. OF MAILING |
| DYNAMIC SAVINGS FUND | RESULTS AS AT DECEMB |
| EGO RESOURCES LIMITED | ANNUAL REPORT |
| EGO RESOURCES LIMITED | SHRHLDRS. MTNG. MAT. |
| ELKS INC. | IFS 13 WK AP 28 84 |
| ELKS INC. | SHRHLDRS. MTNG. MAT. |
| ENERGY LAND ACQUISITION PROGRAM NO. 1 | IFS 3 MN MR 31 84 |
| EUROPA PETROLEUM LTD. | MERGER-AMALGAMATION |
| FABIEN EXPLORATIONS INC. (FORMERLY ST. | RULING/ORDER/REASONS |
| FATHOM OCEANOLOGY LIMITED | FORM 27-MAT. CHANGE |
| FATHOM OCEANOLOGY LIMITED | PRESS RELEASE |

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| FIRST CITY MORTGAGE COMPANY | IFS 3 MN MR 31 84 |
| FIRST CITY PROPERTIES INC. | FORM 8-K DATED JUNE |
| FIRST CITY TRUST COMPANY | PRESS RELEASE |
| FIRST SOUTHERN RESOURCE CORP. | FORM 27-MAT. CHANGE |
| FIRST TIFFANY RESOURCE CORPORATION | IFS 9 MN MR 31 84 |
| FLINT ROCK MINES LIMITED | PRESS RELEASE |
| FOODEX INC. | T.S.E. MATERIAL |
| FOUR SEASONS HOTELS LIMITED | IFS 3 MN MR 31 84 |
| FOUR SEASONS HOTELS LIMITED | CERTIF. OF MAILING |
| FOUR SEASONS HOTELS LIMITED | LET. TO SHAREHOLDERS |
| GALAXY MINERALS, INC. | T.S.E. MATERIAL |
| GANDALF TECHNOLOGIES INC. | PRESS RELEASE |
| GASLITE PETROLEUM LTD. | SHRHLDRS. MTNG. MAT. |
| GENERAL AMERICAN TECHNOLOGIES INC. | FORM 27-MAT. CHANGE |
| GENERAL PUBLIC UTILITIES CORPORATION | IFS 3 MN MR 31 84 |
| GENSTAR CORPORATION | CHAIRMAN'S ADDRESS |
| GERMAN HOUSE TORONTO INC. | IFS 3 MN MR 31 84 |
| GLE RESOURCES LTD. | IFS 6 MN AP 30 84 |
| GOLDEN BEAR EXPLORATIONS INC. | IFS 9 MN AP 30 84 |
| GOLDEN EARTH RESOURCES INC. | CHANGE DIRECTORS |
| GOLDEN TERRACE RESOURCE CORPORATION | PRESS RELEASE |
| GOWEST AMALGAMATED RESOURCES LTD. | IFS 6 MN AP 30 84 |
| GOWGANDA RESOURCES INC. | PRESS RELEASE |
| GOWGANDA RESOURCES INC. | SHRHLDRS. MTNG. MAT. |
| GRAFTON GROUP LIMITED | IFS 3 MN AP 30 84 |
| GRAND SAGUENAY MINES & MINERALS LIMITED | PRESS RELEASE |
| GRANDAD RESOURCES LIMITED | AUD. ANN. FIN. STMT. |
| GRANDAD RESOURCES LIMITED | SHRHLDRS. MTNG. MAT. |
| GRANITE CAPITAL DEVELOPMENT CORPORATION | IFS 6 MN MR 31 84 |
| GREAT HORN MINING, INC. | PRELIM. PROSPECTUS |
| GREENWICH RESOURCES INC. | PRESS RELEASE |
| GUARDIAN-MORTON SHULMAN PRECIOUS METALS | RULING/ORDER/REASONS |
| GUARDIAN-MORTON SHULMAN PRECIOUS METALS | APPLICATION |
| GULF CORPORATION | T.S.E. MATERIAL |
| HALLIBURTON COMPANY | FORM 8-K FOR JUNE 25 |
| HALLIBURTON COMPANY | PRESS RELEASE |
| HARDING CARPETS LIMITED | T.S.E. MATERIAL |
| HATLEIGH CORPORATION | T.S.E. MATERIAL |
| HCI HOLDINGS LTD. | T.S.E. MATERIAL |
| HEDMAN RESOURCES LIMITED | SHRHLDRS. MTNG. MAT. |
| HEMERDON MINING & SMELTING LIMITED | FORM 6-K |
| HERITAGE GROUP INC. | DIVIDEND NOTICE |
| HIGH PRODUCTIVITY ROBOTS INC. | PRIVATE PLACEMENTS |
| HOG WILD , DIRTY TRICKS , SCANNERS | RULING/ORDER/REASONS |
| HOLLINGER ARGUS LIMITED | DIVIDEND NOTICE |
| HOLLINGER ARGUS LIMITED | SHRHLDRS. MTNG. MAT. |

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| HUDSON BAY MINING AND SMELTING CO., | PRESS RELEASE |
| HUDSON BAY MINING AND SMELTING CO., | PRESS RELEASE |
| HUDSON BAY MINING AND SMELTING CO., | PRESS RELEASE |
| HUDSON'S BAY OIL AND GAS COMPANY LIMITED | RULING/ORDER/REASONS |
| HUDSON'S BAY OIL AND GAS COMPANY LIMITED | APPLICATION |
| HUSKY OIL LTD. | PRESS RELEASE |
| INCO LIMITED | PRESS RELEASE |
| INCO LIMITED | FORM 8-K |
| INGLIS LIMITED | PRESS RELEASE |
| INITIATIVE EXPLORATIONS INC. | IFS 6 MN AP 30 84 |
| INLAND NATURAL GAS CO. LTD. | PRESS RELEASE |
| INLAND NATURAL GAS CO. LTD. | PRESS RELEASE |
| INNOPAC INC. | PRESS RELEASE |
| INNOPAC INC. | DIVIDEND NOTICE |
| INSPIRATION RESOURCES CORPORATION | AMMENDMENT NO. 1 TO F |
| INTERMETCO LIMITED | IFS 6 MN AP 30 84 |
| INVESTMENT DEALERS ASSOCIATION OF CANADA | RULING/ORDER/REASONS |
| IPSCO INC. | PRESS RELEASE |
| IPSCO INC. | T.S.E. MATERIAL |
| ISAAC'S HARBOUR GOLD EXPLORATIONS INC. | CERTIF. OF MAILING |
| JAMES RIVER CORPORATION OF VIRGINIA | RULING/ORDER/REASONS |
| JAMIE FRONTIER RESOURCES INC. | CHANGE DIRECTORS |
| JEDBURGH RESOURCES LIMITED | PRESS RELEASE |
| JOFFRE RESOURCES LTD. | T.S.E. MATERIAL |
| JOHN LABATT LIMITED | IFS 12 MN AP 30 84 |
| JOHNSON MATTHEY PUBLIC LIMITED COMPANY | PRESS RELEASE |
| JONES HEWARD FUND LTD. | AMENDMENT TO PRO. |
| JOREX LIMITED | PRESS RELEASE |
| KAMSACK RESOURCE EXPLORATIONS LIMITED | AUD. ANN. FIN. STMT. |
| KCP RESOURCES INC. | APPLICATION |
| KELLY-DESMOND MINING CORP. LTD. | AUD. ANN. FIN. STMT. |
| KENTY RESOURCES LIMITED | CHANGE DIRECTORS |
| KEY LAKE EXPLORATIONS LIMITED | AUD. ANN. FIN. STMT. |
| KEY LAKE EXPLORATIONS LIMITED | SHRHLDRS. MTNG. MAT. |
| KIDD CREEK MINES LTD. | PRESS RELEASE |
| KING STREET ESTATES - PHASE I LIMITED | AUD. ANN. FIN. STMT. |
| KINGSCROSS RESOURCES INC. | IFS 3 MN MR 31 84 |
| KINGSCROSS RESOURCES INC. | SHRHLDRS. MTNG. MAT. |
| KORICH MINING COMPANY LTD. | IFS 9 MN MR 31 84 |
| LABARRE EXPLORATIONS LIMITED | AUD. ANN. FIN. STMT. |
| LABARRE EXPLORATIONS LIMITED | IFS 3 MN MR 31 84 |
| LANPAR TECHNOLOGIES INC. | IFS 3 MN AP 30 84 |
| LARIAT OIL & GAS LTD. | SHRHLDRS. MTNG. MAT. |
| LAVA CAP RESOURCES LTD. | ANNUAL REPORT |
| LAVA CAP RESOURCES LTD. | IFS 3 MN MR 31 84 |
| LAVA CAP RESOURCES LTD. | SHRHLDRS. MTNG. MAT. |
| LEASE-RITE CORPORATION INC. | IFS 3 MN MR 31 84 |

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| LEHNDORFF CANADIAN PROPERTIES | ANNUAL REPORT |
| LEHNDORFF CORPORATION | IFS 3 MN MR 31 84 |
| LLOYDMINSTER GAS COMPANY LIMITED | TAKEOVER/FORM 35 |
| LOCHIEL EXPLORATION LTD. | IFS 3 MN AP 30 84 |
| LOCHIEL EXPLORATION LTD. | PRESS RELEASE |
| LORMAC EXPLORATIONS LIMITED | AUD. ANN. FIN. STMT. |
| LORMAC EXPLORATIONS LIMITED | IFS 3 MN AP 30 84 |
| LORMAC EXPLORATIONS LIMITED | SHRHLDRS. MTNG. MAT. |
| LOVE | RULING/ORDER/REASONS |
| LYNDEX EXPLORATIONS LIMITED | IFS 6 MN MR 31 84 |
| MACLEOD-STEDMAN INC. | APPLICATION |
| MADISON OILS LIMITED | ANNUAL REPORT |
| MADISON OILS LIMITED | IFS 3 MN MR 31 84 |
| MAHER INC. | SHRHLDRS. MTNG. MAT. |
| MAJESTIC CONTRACTORS LIMITED | PRESS RELEASE |
| MANITOBA PROPERTIES INC. | RULING/ORDER/REASONS |
| MANITOBA PROPERTIES INC. | APPLICATION |
| MARPEP PUBLISHING LIMITED | RULING/ORDER/REASONS |
| MARSHALL MINERALS CORP. | PRIVATE PLACEMENTS |
| MASCAN CORPORATION | ANNUAL REPORT |
| MASCAN CORPORATION | IFS 3 MN MR 31 84 |
| MASCOT GOLD MINES LIMITED | PRESS RELEASE |
| MASCOT GOLD MINES LIMITED | SHRHLDRS. MTNG. MAT. |
| MASCOT GOLD MINES LIMITED | MERGER-AMALGAMATION |
| MASCOT GOLD MINES LIMITED | PRELIM. PROSPECTUS |
| MASSEY-FERGUSON LIMITED | PRESS RELEASE |
| MCFINLEY MINES LIMITED | IFS 3 MN MR 31 84 |
| MDS HEALTH GROUP LTD. | IFS 6 MN AP 30 84 |
| MDS HEALTH GROUP LTD. | PRESS RELEASE |
| MEADOWBROOK APARTMENTS | AUD. ANN. FIN. STMT. |
| MEADOWBROOK APARTMENTS | SHRHLDRS. MTNG. MAT. |
| MERIDIAN TECHNOLOGIES INC. | ANNUAL REPORT |
| MERIDIAN TECHNOLOGIES INC. | PRESS RELEASE |
| MERLAND EXPLORATIONS LIMITED | RULING/ORDER/REASONS |
| MILNER CONSOLIDATED SILVER MINES LTD. | CHANGE OF AUDITORS |
| MITEL CORPORATION | CHANGE DIRECTORS |
| MITEL CORPORATION | PRESS RELEASE |
| MOLSON COMPANIES LIMITED, THE | PRESS RELEASE |
| MOLSON COMPANIES LIMITED, THE | PRESS RELEASE |
| MONTREAL TRUST INVESTMENT FUND | APPENDICES TO PRO. |
| MORGAN HYDROCARBONS INC. | IFS 3 MN MR 31 84 |
| MORGAN HYDROCARBONS INC. | PRESS RELEASE |
| MORGAN HYDROCARBONS INC. | PRELIM. PROSPECTUS |
| MW RESOURCES LIMITED | CERTIF. OF MAILING |
| NABISCO BRANDS LTD. | PRELIM. PROSPECTUS |
| NAHANNI MINES LIMITED | CHANGE DIRECTORS |
| NATIONAL BANK OF CANADA | IFS 6 MN AP 30 84 |
| NATIONAL BANK OF CANADA | PRESS RELEASE |

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| NEARCTIC RESOURCES INC. | IFS 3 MN MR 31 84 |
| NEARCTIC RESOURCES INC. | SHRHLDRS. MTNG. MAT. |
| NELSON TOWERS APARTMENT PROJECT | AUD. ANN. FIN. STMT. |
| NELSON TOWERS APARTMENT PROJECT | SHRHLDRS. MTNG. MAT. |
| NEVASCO CORPORATION | RULING/ORDER/REASONS |
| NEW TEXMONT EXPLORATIONS LIMITED | IFS 9 MN MR 31 84 |
| NEW YORK OILS LIMITED | AUD. ANN. FIN. STMT. |
| NEWSCOPE RESOURCES LIMITED | SPECIAL RESOLUTION D |
| NICKEL RIM MINES LIMITED | CHANGE DIRECTORS |
| NOMA INDUSTRIES LIMITED | T.S.E. MATERIAL |
| NOR-ACME GOLD MINES LIMITED | FORM 27-MAT. CHANGE |
| NORANDA INC. | PRESS RELEASE |
| NORBASKA MINES LIMITED | AUD. ANN. FIN. STMT. |
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| NORTH SHORE, THE | SHRHLDRS. MTNG. MAT. |
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| NORTHERN TELECOM LIMITED | PRESS RELEASE |
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| NOVA, AN ALBERTA CORPORATION | PRESS RELEASE |
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| NU-WEST GROUP LIMITED | SHRHLDRS. MTNG. MAT. |
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| PAT GOLD MINES LIMITED | AUD. ANN. FIN. STMT. |
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| PATHFINDER FINANCIAL CORPORATION | PRESS RELEASE |
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| PENN WEST PETROLEUM LTD. | PRESS RELEASE |
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| PLANNED RESOURCES FUND LTD. | SHRHLDRS. MTNG. MAT. |
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| SCEPTRE RESOURCES LIMITED | T.S.E. MATERIAL |

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CHAPTER 11
NEW ISSUE AND SECONDARY FINANCING

11.1 ANNUAL INFORMATION FORM RECEIVED

11.1.1 TECK CORPORATION

July 6, 1984

Teck Corporation

National Issue-Ontario

A first annual information form dated June 13, 1984 has been filed by Teck Corporation.

11.2 AMENDMENTS RECEIVED

11.2.1 CANADIAN GAS AND ENERGY FUND LIMITED

July 9, 1984

Canadian Gas and Energy Fund Limited

Amendment #1 dated July 9, 1984 to prospectus dated April 30, 1984.

11.2.2 CANADIAN SECURITY GROWTH FUND LIMITED

Canadian Security Growth Fund Limited

Amendment #1 dated July 9, 1984 to prospectus dated April 30, 1984.

11.3 PRELIMINARY SHORT FORM PROSPECTUSES RECEIVED

11.3.1 ALUMINUM COMPANY OF CANADA, LIMITED

July 4, 1984

Aluminum Company of Canada, Limited

National Issue-Quebec

Offering \$* Cdn. (* shares) floating rate cumulative redeemable preference shares, Series C at a price of \$ * per share and \$* U.S. (* shares) floating rate cumulative redeemable preference shares, Series D at a price of \$ * per share.

Underwriters: Dominion Securities Pitfield Limited
Wood Gundy Inc.

11.3.2 DOME MINES LIMITED

July 5, 1984

Dome Mines Limited

National Issue-Ontario

Offering \$ *, * units each unit consisting of one common share and one gold purchase warrant at a price of \$ * per unit.

Underwriter: Wood Gundy Inc.

11.4 PRELIMINARY PROSPECTUSES RECEIVED

11.4.1 TEX-U.S. OIL & GAS INC.

June 28, 1984

Tex-U.S. Oil & Gas Inc.

Offering * units, each unit consisting of one common share and one common share purchase warrant at a price of \$ * per unit.

Agent: Yorkton Securities Inc.

11.4.2 ECLIPSE CAPITAL CORPORATION

July 4, 1984

Eclipse Capital Corporation

Offering 600,000 units, each unit consisting of one common share and one "A" warrant at a price of \$0.30 per unit.

Agent: Housser & Co. Limited

11.4.3 THE RENAISSANCE INVESTMENT FUND "A"

July 5, 1984

The Renaissance Investment Fund "A"

National Issue-Ontario

Offering mutual fund units at their net asset value.

Distributor: Hermes Financial Markets Ltd.

11.4.4 CINEPLEX CORPORATION

July 6, 1984

Cineplex Corporation

National Issue-Ontario

Offering rights to subscribe for 5,687,502 preference shares at a price of \$3.00 per share. One right will be issued for each common share held entitling the holder to subscribe for one preference share for each 2.5 rights held.

11.4.5 MIT 84-4

MIT 84-4

National Issue-Ontario

Offering * monthly income trust units at a price of \$ * per unit with a minimum purchase of * units.

Agents: Merrill Lynch Canada Inc.

11.4.6 REGENT RESOURCES LTD.

Regent Resources Ltd.

Offering 700,000 common shares without par value at a price of \$1.70 per share.

Secondary Offering: 222,647 shares at \$1.70-\$2.75

Underwriter: E. A. Manning Limited

11.4.7 FIRST AMERICAN TECHNOLOGIES INC.

July 10, 1984

First American Technologies Inc.

Offering 500,000 units, each unit consisting of one common share and one share purchase warrant. Units are offered at a price of \$1.75 each.

Agent: Housser & Co. Limited

11.5 ANNUAL INFORMATION FORMS ACCEPTED

11.5.1 NORANDA MINES LIMITED

Noranda Mines Limited

On July 4, 1984, the Director accepted the first annual information form of Noranda Mines Limited dated April 13, 1984.

11.5.2 THE MERCANTILE BANK OF CANADA

The Mercantile Bank of Canada

On July 10, 1984 an annual information form dated June 13, 1984 was accepted by the Commission.

11.6 RIGHTS OFFERING RECEIVED

11.6.1 VANGUARD TRUST OF CANADA LIMITED

July 9, 1984

Vanguard Trust of Canada Limited

Material acceptable to the Commission has been received in respect of a proposed rights offering filed by Vanguard Trust of Canada Limited pursuant to sections 34(1)14 and 71(1) (h) of the Securities Act (Ontario).

11.7 FINAL RECEIPT ISSUED - PROSPECTUS

11.7.1 MIT 84-3

MIT 84-3

Final receipt issued July 6, 1984 for a prospectus dated July 6, 1984 offering 22,000 monthly income trust units with a minimum purchase of 2 units at \$519.16 per unit to net the Trust a minimum of \$8,566,175 and a maximum of \$11,421,566 before deducting expenses of the issue.

Underwriter: Merrill Lynch Canada Inc.

Promoter: Merrill Lynch Canada Inc.

11.8 PRELIMINARY PROSPECTUS WITHDRAWN

11.8.1 POWER FINANCIAL CORPORATION

July, 11, 1984

Power Financial Corporation

The preliminary prospectus dated May 18, 1984 filed by Power Financial Corporation has been withdrawn at the request of the issuer.

11.9 PRELIMINARY PROSPECTUS FILE CLOSED

11.9.1 PAPERBOARD INDUSTRIES CORPORATION

July 5, 1984

Papeboard Industries Corporation

The file relating to the preliminary prospectus dated March 30, 1984 has been closed pursuant to section 27(1)2 of the regulations.

CHAPTER 12
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THERE IS NO MATERIAL FOR THIS CHAPTER

IN THIS ISSUE

CHAPTER 25
OTHER INFORMATION

25.1 RELEASE FROM ESCROW
25.1.1 IDENTICARD LIMITED

July 11, 1984

Identicard Limited

The Commission hereby consents to the release from escrow of the remaining 86.059 escrowed shares for Identicard Limited.

STATISTICS OF FILINGS 1983-84

MONTH

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EXEMPT FINANCINGS

[illegible]

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CHAPTER 1
NOTICES/PRESS RELEASES

1.1 NOTICE OF HEARING

1.1.1 MILLSTREAM MINES LTD.

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466, AND AMENDMENTS THERETO

AND

IN THE MATTER OF MILLSTREAM MINES LTD.

NOTICE OF HEARING
(Section 60(7))

TAKE NOTICE that the Ontario Securities Commission (the "Commission") will hold a hearing at its offices on the 18th floor, 20 Queen Street West, Toronto, Ontario, on Wednesday, the 29th day of August, 1984, at the hour of 10:00 o'clock in the forenoon, or so soon thereafter as the hearing can be held, to consider and determine certain questions set out in a Referral by the Deputy Director of Corporate Finance dated the 28th day of June, 1984, based on the following allegations:

1. On May 29, 1984, a receipt was issued for a preliminary prospectus ("Preliminary Prospectus") dated May 15, 1984 relating to offerings of common shares of Millstream Mines Ltd. ("Millstream");
2. The Preliminary Prospectus is signed by M. Rash & Co. Limited ("Rash") as underwriter, as required by sections 53(1) and 58 of the Act;
3. On June 8, 1984, Millstream filed a prospectus dated June 7, 1984 (the "Prospectus"), based on the Preliminary Prospectus, and Rash signed the Prospectus as underwriter, as required by section 58 of the Act;
4. On June 27, 1984, a notice of hearing (the "Notice of Hearing") was issued by the Commission. The Notice of Hearing discloses, inter alia, that the Commission will hold a hearing to consider whether it is in the public interest to suspend, cancel, restrict, or impose terms and conditions on the registrations of, or reprimand, Rash and some thirteen salesmen, who are presently or were formerly employees of Rash, pursuant to the provisions of section 26 of the Act by reason of the allegations set out therein;

5. The Deputy Director of Corporate Finance, pursuant to section 60(4) of the Act, referred the following questions to the Commission for determination:

In light of the allegations disclosed in the Notice of Hearing, since the Prospectus is certified by Rash as underwriter

- (a) is it contrary to the public interest to issue a receipt for the Prospectus; or
- (b) does paragraph (i) of subsection 2 of section 60 of the Act require me to refuse to issue a receipt for the Prospectus?

AND TAKE NOTICE that, upon the failure of the Respondent, or any interested person or company, or any of them, to attend at the time and place aforesaid, the Commission may proceed in their absence and they will not be entitled to any further notice in the proceedings.

July 4th, 1984.

"Julie-Luce B. Farrell"

1.2 PRESS RELEASE

1.2.1 OSC SETTLEMENT WITH CAISSE DE DEPOT

June 13, 1984.

The Ontario Securities Commission announced that it has recommended to the Government of Ontario that an amendment to the Securities Act be enacted which stipulates that the Act is applicable to the Crown and its agents and servants and that the amendment be effective immediately.

The Commission also announced that the Caisse de Depot has entered into a written agreement with the Commission pursuant to which the Caisse has undertaken to comply with the provisions of the Securities Act. On the basis of this agreement, the Commission is terminating its outstanding section 124 Order and the pending court proceedings. The section 124 Order prohibits the Caisse from trading in Ontario. The court proceedings include an application for an order requiring the Caisse to comply with the Act and the Commission's appeal from the Divisional Court decision of July 15, 1983. In its decision the Divisional Court had ruled that the Caisse was not bound to comply with the Ontario Securities Act as the Act did not expressly stipulate that the Crown and agents of the Crown were bound by it. The effect of the amendment to the Securities Act will be to preclude reliance on the Divisional Court decision by crown agencies when the Commission's appeal of that decision is abandoned.

The agreement between the Caisse and the Commission provides that if compliance by the Caisse with the Securities Act would result in a breach by the Caisse of its governing statute, the Caisse is not, solely by virtue of the agreement, obligated to comply with the Securities Act but must give notice to the Commission and discuss with the Commission steps to eliminate the likelihood that failure to comply will be contrary to the public interest. The proposed amendment to the Act would require compliance with the Act by all crown agents without exception. The agreement also provides that if the amendment to the Securities Act is not in force by December 31, 1984, the Caisse may thereafter terminate the Agreement on 60 days' notice. The effect of the settlement is to permit the resumption of trading in securities in the Province of Ontario by the Caisse in a manner that is not prejudicial to the public interest.

1.3 NOTICES

1.3.1 REMUNERATION OF SENIOR EXECUTIVES

Request for Comments: Proposed Draft Amendment to Regulation Concerning Disclosure of Remuneration of Senior Executives

The following proposed draft amendment to the regulations concerning disclosure of remuneration of senior executives was recently published by La Commission des valeurs mobilières du Québec. The Ontario Securities Commission supports the proposal in principle and will work with Québec with a view to arriving at a uniform regulation.

It is our understanding that the comment period has been extended to September 15, 1984.

June 19, 1984

communiqué

**SUBJECT: Remuneration of Senior Executives
Proposed Draft Amendment to Regulation**

La Commission des valeurs mobilières du Québec is publishing for comments a proposed draft amendment to the securities regulation concerning the remuneration of senior executives.

In the preparation of the proxy solicitation circular, security issuers must comply with the different requirements of the various securities laws in Canada and in the United States concerning the information relative to the remuneration of senior executives.

The information which would be required is much less complex than what is now requested, and is to be provided only for the company's senior executive officers.

The proposed draft is similar to the regulation now in place in the United States except with respect to the requirement to name the five most highly paid executives which will not be required. If this proposed draft is adopted, it will greatly simplify the requirements concerning disclosure of remuneration by issuers.

The Ontario Securities Commission has agreed in principle to this proposal.

The Commissions of Ontario and Québec, after a review of the comments received, will endeavor to arrive at a consensus as to the final text and will then recommend the necessary amendments to their respective regulations.

Interested persons must send their comments to the Secretary of the Commission before August 1st 1984.

SOURCE: LA COMMISSION DES VALEURS MOBILIÈRES DU QUÉBEC
Paul Guy
Président
Tél.: (514) 873-5326

1.2 Avis divers

- Rémunération des dirigeants (Avant-projet de modification du règlement)

Actuellement, les émetteurs qui doivent établir une circulaire en vue de la sollicitation de procurations ont à tenir compte des exigences des diverses lois sur les valeurs mobilières au Canada ou aux États-Unis concernant l'information à donner sur la rémunération des dirigeants.

La Commission a préparé un avant-projet de modification du règlement dans cette matière.

L'avant-projet offre plusieurs avantages. L'information demandée ne concerne que la haute direction de la société, définie de façon restrictive; en outre, le tableau simplifié se limite à la rémunération en espèces pour l'ensemble des dirigeants et pour l'ensemble des cinq dirigeants les mieux rémunérés.

A ce tableau, s'ajoute une description de la rémunération sous forme de plans, des avantages accordés lors de la cessation d'emploi ou d'un changement de contrôle et de la rémunération propre aux administrateurs. Quant aux autres avantages, il suffit d'en donner le montant global s'ils excèdent un certain seuil.

Cet avant-projet propose une réglementation similaire à celle qui est en vigueur aux États-Unis, sauf sur un point: contrairement à la réglementation américaine, ce texte n'exige pas d'information sur la rémunération individuelle des cinq dirigeants les mieux rémunérés.

L'Ontario Securities Commission a donné son accord de principe à une telle modification.

Les personnes intéressées peuvent faire parvenir leurs observations au secrétaire de la Commission avant le 1^{er} août 1984.

Copie de ces observations seront transmises à l'Ontario Securities Commission.

La Commission arrêtera le texte de l'avant-projet après discussion avec son homologue de l'Ontario. Une fois l'accord intervenu sur la réglementation à instaurer, les deux Commissions recommanderont l'adoption des modifications nécessaires.

Une version en langue anglaise du texte proposé est disponible sur demande auprès du secrétaire.

PROPOSED DRAFT AMENDMENT TO REGULATIONRemuneration of Senior Executives1. Scope of application

The information to be provided relates to the company's executive officers: president, vice-presidents in charge of principal business units, divisions or functions (sales, finance, etc.) and any other officer who performs a policy-making function.

Directors' remuneration is taken into account only as provided in section 6.

2. Cash remuneration

- (1) State the aggregate cash remuneration paid to executive officers for services rendered to the company and its subsidiaries during the last financial year. List the name and positions held by each of the five most highly remunerated executive officers and their aggregate remuneration.

Cash remuneration includes salaries, fees, commissions and bonuses.

Present the information in accordance with the following table:

CASH REMUNERATION TABLE

| Beneficiaries | Amount |
|---|----------|
| Number of senior executives _____ | _____ \$ |
| Name and position held of the five most highly remunerated _____ _____ _____ _____ _____ | _____ \$ |

- (2) In addition to amounts actually paid during and for the last financial year, cash remuneration includes:
- a) bonuses to be paid for services rendered during the last financial year unless such amounts have not yet been allocated;
 - b) bonuses paid during the last financial year, for services rendered in a previous financial year, less any amount already disclosed or less any amount that would have been disclosed in a previous financial year, if one had then been a senior executive officer;
 - c) any remuneration earned during the last financial year, the payment of which is deferred.
- (3) Remuneration, for a period during which a person included in the group was not then a senior executive officer, need not be included, provided a statement to that effect is made.

3. Remuneration pursuant to plans

- (1) Describe briefly any plan, pursuant to which cash or non-cash remuneration was paid or distributed during the last financial year or is proposed to be paid or distributed in a subsequent year.

This description includes:

- a) a summary of how the plan operates;
- b) the criteria used to determine amounts payable;
- c) the time periods over which the measurement of benefits will be determined;
- d) payment schedules;
- e) any recent material amendments to the plan;
- f) amounts paid or distributed during the last financial year less any amount already disclosed pursuant to subparagraph g);

- g) amounts accrued for each member of the group during the last financial year, inasmuch as the distribution or vesting of same is not subject to future events.

Benefits from the insurance of persons need be taken into account only to the extent that they are not offered, on the same terms, to all employees. The same treatment applies to relocation plans.

- (2) With respect to stock options granted during the last financial year, in addition to the information prescribed by sub-paragraphs a) to f) of paragraph (1), provide the following information:

- a) the designation and aggregate number of securities subject to options;
- b) the average per share exercise price;
- c) when the price mentioned in b) is less than the market value of the security on the date the option is granted, provide the market price on such date.

- (3) With respect to stock options exercised during the last financial year, provide, in addition to the information prescribed by subparagraphs a) to f) of paragraph (1), the net value (market value less exercise price).

4. Other remuneration

Describe any other remuneration not covered in the cash or plans' remuneration sections, and in particular, personal benefits, securities or property paid or distributed other than pursuant to a plan.

The value to be given for such remuneration shall be the registrant's and subsidiaries aggregate incremental cost.

However, when the aggregate value of other remuneration does not exceed, for one senior executive, or on an average basis for all the executives in the group, 10 000 \$ or 10 % of the cash remuneration, it is necessary to declare that fact only.

In the case of a company meeting the requirements of section 160 of the Regulation, the 10 000 \$ threshold is raised to 25 000 \$.

5. Termination of employment or change of control

Describe any plan or arrangement with respect to any individual whose remuneration is included in the group for the latest or then next preceding financial year in view of compensating him in the event of the termination of his employment (resignation, retirement, change of control) or in the event of a change in the individual's responsibilities following a change in control, when that compensation exceeds 60 000 \$.

6. Remuneration of directors

- (1) Describe any standard arrangement pursuant to which directors are remunerated for their services in their capacity as director, including any additional amounts payable for committee participation or special assignments.
- (2) Describe any other arrangements pursuant to which a director was remunerated during the last financial year.

CHAPTER 2
DECISIONS, ORDERS AND RULINGS

2.1 LEITH WHEELER MANAGEMENT LTD.

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF LEITH WHEELER MANAGEMENT LTD.

ORDER
(Section 8(3) and 73)

UPON the application of Leith Wheeler Management Ltd. (the "Company") to the Ontario Securities Commission (the "Commission") for registration under the Securities Act, R.S.O. 1980, c.466 (the "Act") as adviser in the categories of investment counsel and portfolio manager, which application was denied by the Deputy Director, Registration under section 25(1) of the Act on the ground that the Company did not have nor propose to have an office in the Province of Ontario;

AND UPON the request of the Company for a review by the Commission of such decision of the Deputy Director, Registration pursuant to section 8(2) of the Act;

AND UPON the Commission being of the opinion that:

- (1) this Order does not reflect a change in any policy of the Commission but rather is determined by the particular circumstances of the case;
- (2) there exists a degree of co-operation between the various provincial jurisdictions throughout Canada whereby each securities commission or comparable agency assists the other in the administration of their particular statutes;
- (3) a comparable Order would be granted to Ontario based registrants on a reciprocal basis in such other jurisdictions;

AND UPON the Commission being satisfied that to so order would not be prejudicial to the public interest;

IT IS ORDERED, pursuant to subsection 8(3) and section 73 of the Act, that the Company be granted registration as an adviser in the categories of investment counsel and portfolio manager subject to the following terms and conditions:

1. The Company shall act in Ontario only as adviser to institutional accounts;
2. The Company may not take possession of securities, funds or other assets of clients for whom it acts as adviser in Ontario;
3. The assets of clients for whom the Company acts as adviser in Ontario must be held by such clients or by a financial institution which is both registered in Ontario and has an office in Ontario, provided that such assets need not be held in Ontario;
4. All officers of the Company must continue to be registrants in either British Columbia or Ontario;
5. The shareholders of the Company may include non-registrants, provided that the persons who control the Company on a fully diluted basis must be registrants in either British Columbia or Ontario;
6. The Company must have in Ontario an attorney for service;
7. The address of the attorney for service must be included in all of the literature published by the Company coming into Ontario;
8. The Company must attorn to the jurisdiction of Ontario;
9. The Company's controlling shareholder must also attorn to the jurisdiction in order to cause the Company to honour condition 8. above;
10. The Company must advise the Commission on a quarterly and confidential basis as to the amount of Ontario assets for which it acts as adviser; and
11. Annual, and if and when available semi-annual, financial statements of the Company must be filed with the Commission.

July 17th, 1984.

"Frank Iacobucci"

"J. W. Blain"

2.2 TURBO RESOURCES/MERLAND EXPLORATIONS/BANKENO MINES LIMITED

IN THE MATTER OF THE SECURITIES ACT
R.S.O. 1980, CHAPTER 466

AND IN THE MATTER OF TURBO RESOURCES
LIMITED, MERLAND EXPLORATIONS LIMITED
AND BANKENO MINES LIMITED

O R D E R
(Section 140)

UPON the application of Turbo Resources Limited ("Turbo") to the Ontario Securities Commission (the "Commission") pursuant to section 140 of the Securities Act, R.S.O. 1980, c.466 (the "Act") for an order varying the ruling issued by the Commission pursuant to sections 99(e), 140 and 16(3) of the Act as of the 8th day of November 1983 (the "Original Ruling") as varied by Orders issued by the Commission pursuant to section 140 of the Act as of the 31st day of January, 1984 (the "January Ruling"), as of the 30th day of March, 1984 (the "March Ruling"), as of the 31st day of May, 1984 (the "May Ruling") and as of the 29th day of June, 1984 (the "June Ruling") that, in part, granted Turbo an exemption from its obligations to purchase any of the common shares or preferred shares of Merland Explorations Limited ("Merland") as described in the Original Ruling, provided that the distribution of the Settlement Proceeds contemplated therein, to the Merland Minority Shareholders (as defined in the Turbo Information Memorandum dated September 14, 1983), took effect on or before July 13, 1984;

AND UPON it appearing to the Commission that:

1. Turbo has entered into an agreement dated July 5, 1984 with North Canadian ("North Canadian"), Canadian Imperial Bank of Commerce ("CIBC") and certain subsidiaries and affiliates of Turbo in which North Canadian agreed to purchase the Settlement Assets (the "Purchase Agreement" (which term includes such agreement as amended from time to time));
2. the completion of the sale and purchase of the Settlement Assets is scheduled for September 28, 1984; and
3. for the purposes of the Settlement Offer, CIBC has agreed to waive interest on the secured loans relating to the Settlement Assets until October 1, 1984;

AND UPON the Commission being satisfied that to vary the Original Ruling, as varied by the January Ruling, March Ruling, May Ruling and June Ruling, would not be prejudicial to the public interest;

NOW THEREFORE, IT IS ORDERED pursuant to section 140 of the Act that the Original Ruling, varied as aforesaid, is varied by deleting the date July 13, 1984 from the last paragraph thereof and substituting therefor the date October 1, 1984, provided that the Original Ruling as hereby amended applies only to the purchase of the Settlement Assets pursuant to the Purchase Agreement.

July 13, 1984

"Peter J. Dey"

"Frank Iacobucci"

2.3 THE OPTIONS CLEARING CORPORATION

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, C.466

AND

IN THE MATTER OF THE OPTIONS CLEARING CORPORATION

ORDER
(Section 82)

UPON the application dated May 28, 1984, of The Options Clearing Corporation ("OCC") to the Ontario Securities Commission (the "Commission") for an order pursuant to section 82 of the Securities Act, R.S.O. 1980, C.466 (the "Act");

AND UPON it being represented that OCC has fewer than fifteen security holders whose last address as shown on its books is in Ontario;

AND UPON the Commission being satisfied that to grant this order would not be prejudicial to the public interest;

IT IS ORDERED pursuant to section 82 of the Act that OCC be and hereby is deemed to have ceased to be a reporting issuer for the purposes of the Act for so long as it shall have fewer than fifteen security holders whose latest address as shown on its books is in Ontario.

July 13th, 1984

"Peter J. Dey"

"J. W. Blain"

"E. S. Miles"

2.4 PONY SPORTING GOODS LIMITED

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF PONY SPORTING GOODS LIMITED

ORDER
(Section 79(b)(iii))

UPON the application received May 17, 1984 and perfected May 18, 1984 of PONY SPORTING GOODS LIMITED (the "Issuer"), a company continued under the laws of Canada, to the Ontario Securities Commission (the "Commission") for an order pursuant to section 79(b)(iii) of the Securities Act, R.S.O. 1980, c.466 (the "Act") exempting the Issuer from the time requirements contained in sections 76, 77 and 78 of the Act with respect to;

1. Audited financial statements for the year ended December 31, 1983; and
2. Interim financial statements for the three month period ended March 31, 1984.

AND UPON being satisfied that to do so would not be prejudicial to the public interest and that there is adequate justification for so doing;

IT IS ORDERED pursuant to section 79(b)(iii) of the Act that the Issuer be and hereby is exempted from the time requirements contained in section 77, 76 and 78 of the Act with respect to the annual financial statements for the year ended December 31, 1983 and the interim financial statements for the period ended March 31, 1984 provided that the Issuer files pursuant to sections 77 and 76 and sends pursuant to section 78 annual financial statements for the year ended December 31, 1983 and interim financial statements for the three month period ended March 31, 1984 on or before June 4, 1984.

May 18th, 1984.

"R. J. Kane"

"J. W. Blain"

2.5 MERLAND EXPLORATIONS LIMITED

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF MERLAND EXPLORATIONS LIMITED

ORDER
(Section 79(b)(iii))

UPON the application, received in perfected form on May 30, 1984, of MERLAND EXPLORATIONS LIMITED (the "Issuer"), a company continued under the laws of Canada, to the Ontario Securities Commission (the "Commission") for an order pursuant to section 79(b)(iii) of the Securities Act, R.S.O. 1980, c.466 (the "Act") exempting the Issuer from the time requirements contained in section 76 and 78 of the Act with respect to the interim financial statements for the three month period ended March 31, 1984;

AND UPON being satisfied that to do so would not be prejudicial to the public interest and that there is adequate justification for so doing;

IT IS ORDERED pursuant to section 79(b)(iii) of the Act that the Issuer be and hereby is exempted from the time requirements contained in section 76 and 78 of the Act with respect to the interim financial statements for the three month period ended March 31, 1984 provided that the Issuer files pursuant to section 76 and sends pursuant to section 78 interim financial statements for the three month period ended March 31, 1984 on or before June 11, 1984.

May 30th, 1984.

"David C. H. Stanley"

"J. W. Blain"

2.6 CAISSE DE DEPOT ET PLACEMENT DU QUEBEC

IN THE MATTER OF THE SECURITIES ACT
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF CAISSE DE DEPOT
ET PLACEMENT DU QUEBEC

ORDER
(Section 140)

WHEREAS the Ontario Securities Commission (the "Commission") made an order (the "Order") dated November 9, 1982 pursuant to section 124 of the Securities Act, R.S.O. 1980, c.466 (the "Act") that the exemptions contained in sections 34, 71, 72 and 88 of the Act do not apply to the Caisse de Depot et Placement du Quebec (the "Caisse") confirming two temporary orders each dated January 15, 1982 pursuant to section 124 of the Act that the said exemptions did not apply to the Caisse;

AND WHEREAS the Caisse has entered into a written agreement with the Commission, made the 11th day of June, 1984, a copy of which is attached hereto, pursuant to which, among other things, the Caisse has undertaken, subject to certain provisos, to comply with the provisions of the Act;

AND WHEREAS the Commission has formed the opinion that having regard to the said agreement between the Commission and the Caisse and the undertakings of the Caisse contained therein, it is in the public interest to revoke the Order;

IT IS ORDERED pursuant to section 140 of the Act that the Order be and the same is hereby revoked.

June 14th, 1984.

"Peter J. Dey"

"J. W. Blain"

SCHEDULE "A"
AGREEMENT

THIS AGREEMENT, made the 11th day of June, 1984

BETWEEN: ONTARIO SECURITIES COMMISSION, a tribunal constituted by
 and under the Securities Act (Ontario) (the
 "Commission"); and

 CAISSE DE DEPOT ET PLACEMENT DU QUEBEC, a corporation
 constituted by an Act respecting the Caisse de Depot et
 Placement du Quebec (the "Caisse")

WHEREAS the Commission, by orders dated January 15, 1982 made under section 124 of the Securities Act (Ontario) (which, together with the regulations made thereunder, is referred to herein as the "Securities Act") denied to the Caisse the exemptions contained in sections 34, 71, 72 and 88 of the Securities Act, which orders were temporary and were continued in effect with the consent of the Caisse;

AND WHEREAS, by a Notice of Motion dated August 6, 1982, the Commission commenced an application under section 122 of the Securities Act for an order of a judge of the High Court of Ontario requiring the Caisse to comply with the Securities Act, which application has been adjourned sine die (the "Section 122 Application");

AND WHEREAS at a hearing held on July 26, 27 and 29, 1982, the Commission considered certain evidence regarding the purchase by the Caisse of certain shares of Domtar Inc. made in August, 1981, and by order dated November 9, 1982 made under section 124 of the Securities Act continued the denial to the Caisse of the exemptions contained in sections 34, 71, 72 and 88 of the Act (the "Section 124 Order");

AND WHEREAS the Caisse appealed the decision of the Commission to the Divisional Court of Ontario, and in its Judgement dated July 15, 1983 the Divisional Court granted the appeal of the Caisse, held that as an agent of the Crown the Caisse was not bound by the provisions of the Securities Act, and ordered that the Section 124 Order be set aside;

AND WHEREAS the Commission has appealed the decision of the Divisional Court to the Court of Appeal of Ontario;

AND WHEREAS the Caisse has advised the Commission that it has conducted its affairs in voluntary compliance with applicable securities legislation during the past two and one-half years;

AND WHEREAS the parties are of the view that voluntary compliance with the Act by the Caisse, and that the termination of the Section 124 Order and the Section 122 Application is appropriate and in the best interests of the parties and the public;

AND WHEREAS it is the intention of the Commission to request the Government of Ontario to amend the Securities Act to make it applicable to the Crown and to agents and servants of the Crown (which amendment is referred to herein as the "Amending Act"), which Amending Act is anticipated to have an effective date of June 13, 1984;

NOW THEREFORE, in consideration of the mutual covenants contained herein, this Agreement witnesseth as follows:

1. Undertaking of the Caisse

Subject to the provisions of section 2, the Caisse covenants and agrees with the Commission that during the period from the date hereof to the date of proclamation of the Amending Act, it will voluntarily comply with the provisions of the Securities Act as though the Caisse were not an agent of Her Majesty the Queen in right of the Province of Quebec, other than those provisions of the Securities Act which provide an express exemption from some obligation or requirement by virtue of a person or party being an agent of Her Majesty the Queen.

2. Exception

The Caisse will not, solely by virtue of this Agreement, be required to comply with any provision of the Securities Act if and to the extent that any such provision, or compliance with or fulfillment of such provision by it, is contrary to or in conflict with the provisions of An Act Respecting the Caisse de Depot et Placement du Quebec or the regulations made thereunder (collectively, the "Caisse Act") or will cause the Caisse to be in breach or default of any provision of the Caisse Act.

3. Limitation on Exception

The Caisse covenants and agrees with the Commission that:

(i) if any act or omission to act by it would result in a breach of or failure to comply with or fulfill any applicable provisions of the Securities Act; and

(ii) such provision of the Securities Act, or compliance with or fulfillment of such provision by it, is contrary to or in conflict with the Caisse Act or will cause the Caisse to breach or be in default of any provision of the Caisse Act;

the Caisse will give the Commission reasonable notice in writing of such failure to comply with or fulfill the applicable provisions of the Securities Act, and further the parties will forthwith discuss the steps proposed to be taken by or on behalf of the Caisse to eliminate the likelihood that such failure will be contrary to the public interest.

4. Actions by the Commission

Forthwith after execution of this Agreement, the Commission will take all steps necessary so as:

(i) to abandon and terminate the appeal to the Court of Appeal of Ontario of the decision of the Divisional Court dated July 15, 1983;

(ii) to revoke the Section 124 Order; and

(iii) to abandon and terminate the Section 122 Application.

5. Termination

This Agreement will terminate upon the earlier of the following events:

- (i) the proclamation in force of the Amending Act;
and
- (ii) the expiry of 60 days' written notice given by the Caisse to the Commission at any time after December 31, 1984 if on that date the Amending Act has not been proclaimed in force.

6. Costs

Each party will bear all of the costs incurred by it in connection with the hearings of the Commission and the Divisional Court and the appeal to the Court of Appeal and all other matters related to such hearings or appeal.

IN WITNESS WHEREOF each of the parties hereto has executed this Agreement by the hands of its duly authorized signing officers.

DATED this 11th day of June, 1984.

ONTARIO SECURITIES COMMISSION

"Peter Dey"

"J. W. Blain"

CAISSE DE DEPOT ET PLACEMENT DU QUEBEC

"Jean Campeau"

"J. C. Scraire"

2.7 CONTROLLED FOODS INTERNATIONAL LTD./KEG RESTURANTS LTD.

Headnote

Section 73 - Trades in shares of a reporting issuer held by a company to that company's Ontario shareholders upon a reorganization of capital not subject to sections 24 and 52 of the Act.

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF CONTROLLED FOODS INTERNATIONAL LTD.

AND

IN THE MATTER OF KEG RESTAURANTS LTD.

RULING
(Section 73)

UPON the application of Controlled Foods International Ltd. ("Controlled Foods"), Keg Restaurants Ltd. ("Keg") and Westward Recreational Developments Ltd. ("Westward") to the Ontario Securities Commission (the "Commission") for a ruling pursuant to section 73 of the Securities Act, R.S.O. 1980, c. 466 (the "Act") that the intended trade of Class A Non-Voting Shares of Keg by Controlled Foods to its shareholders resident in the Province of Ontario pursuant to the right granted to them by Controlled Foods to exchange the cash compensation of \$5.06 per share payable to them in lieu of fractional share interests of Controlled Foods in connection with the consolidation of the share capital of Controlled Foods for 1-1/8 Class A Non-Voting Shares of Keg or for \$2.50 cash plus 2/3 of one Class A Non-Voting Share of Keg is not subject to sections 24 and 52 of the Act;

AND UPON being advised that:

1. Keg is a company incorporated under the laws of the Province of British Columbia, is a reporting issuer under the Act and is not on the list of defaulting reporting issuers maintained under section 71(9) of the Act;
2. Controlled Foods is a corporation incorporated under the laws of the State of Delaware, United States of America, is a reporting issuer under the Act and is not on the list of defaulting reporting issuers maintained under section 71(9) of the Act;
3. Westward is a company incorporated under the laws of the Province of British Columbia, which owns 33% of the common shares of Keg and is not a reporting issuer under the Act;
4. on September 2, 1983 Keg made an offer (the "Offer") to purchase all the outstanding shares of Controlled Foods on the basis of:

(a) 1-1/8 Class A Non-Voting Shares of Keg;

or, at the option of each Controlled Foods' shareholder:

- (b) \$2.50 cash plus 2/3 of one Class A Non-Voting Share of Keg for each share of Controlled Foods;
5. pursuant to the Offer, Keg acquired 1,861,352 Controlled Foods' shares, being 96.5% of the outstanding shares of Controlled Foods (exclusive of shares held by Controlled Foods);
6. Keg wishes to cause Controlled Foods to acquire the remaining 66,214 shares of Controlled Foods which were not tendered pursuant to the Offer, with the result that Controlled Foods would then be a wholly-owned subsidiary of Keg;
7. the Board of Directors of Controlled Foods shall hold a meeting at which a Plan of Recapitalization will be considered and which Plan shall include, among other things, the following:
- (a) a resolution to amend the Certificate of Incorporation of Controlled Foods to consolidate its share capital on the basis of one new Controlled Foods' share for each 66,214 Controlled Foods shares presently held; and
- (b) the granting of appraisal rights to the shareholders of Controlled Foods, which rights shall, as nearly as possible, be identical to the appraisal rights contained in Section 262 of The General Corporation Law of Delaware;
8. the Plan of Recapitalization may be effected by resolution of the Board of Directors of Controlled Foods with the written consent to the Plan by the holders of a majority of the outstanding shares of Controlled Foods and, as the holder of 96.5% of the outstanding Controlled Foods shares, only the consent of Keg will be required;
9. Controlled Foods shall not issue any fractional shares upon the consolidation and in lieu thereof Controlled Foods' shareholders shall be paid a cash consideration of \$5.06 for each whole share of Controlled Foods owned by such shareholders immediately prior to the consolidation;
10. coincidentally with the consolidation and subject to the receipt of the rulings or orders, as may be necessary, from securities regulatory authorities in certain of the jurisdictions in which Controlled Foods' shareholders reside, Controlled Foods shall offer to each shareholder of Controlled Foods immediately following the consolidation (except for shareholders resident in the United States of America or the Province of Quebec, Nova Scotia, Prince Edward Island or New Brunswick), the right to exchange the \$5.06 cash payment to which such shareholder of Controlled Foods is entitled for:
- (a) 1-1/8 Class A Non-Voting Shares of Keg;
- or, at the option of each remaining Controlled Foods' shareholder:
- (b) \$2.50 cash plus 2/3 of one Class A Non-Voting Share of Keg;
11. shareholders of Controlled Foods being offered the right to exchange their cash payment for Class A Non-Voting Shares of Keg will be given written notice of the consolidation, including details of appraisal rights granted pursuant to the Plan of Recapitalization and the shareholder's right to exchange the cash payment to which he is entitled for Class A Non-Voting Shares of Keg, and will be provided with the information circular of Keg dated April 12, 1984 and mailed to shareholders of Keg for purposes of the

annual general meeting of Keg to be held May 9, 1984 and the audited financial statements of Keg for the year ended December 31, 1983;

AND UPON reading the application and the recommendations of Commission staff;

AND UPON the Commission being satisfied to so rule would not be prejudicial to the public interest;

NOW THEREFORE IT IS RULED pursuant to section 73 of the Act that the intended trade of Class A Non-Voting Shares of Keg by Controlled Foods to its shareholders resident in the Province of Ontario pursuant to the right granted to them by Controlled Foods to exchange the cash compensation payable to them in lieu of fractional share interests of Controlled Foods in connection with the consolidation of the share capital of Controlled Foods for 1-1/8 Class A Non-Voting Shares of Keg or for \$2.50 cash plus 2/3 of one Class A Non-Voting Share of Keg is not subject to sections 24 and 52 of the Act provided that the Certificate of Incorporation of Controlled Foods is amended to provide that appraisal rights under Section 262 of The General Corporation Law of Delaware shall be available for the shares of Controlled Foods as a result of an amendment to its Certificate of Incorporation such that those appraisal rights are available in respect of the Plan of Recapitalization.

May 11, 1984.

"E. S. Miles"

"J. W. Blain"

2.8 CONTROLLED FOODS INTERNATIONAL LTD. /KEG RESTAURANTS LTD.

Headnote

Section 140 - Variation of fact in recitals to previous ruling

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF CONTROLLED FOODS INTERNATIONAL LTD.

AND

IN THE MATTER OF KEG RESTAURANTS LTD.

ORDER
(Section 140)

UPON the application of Controlled Foods International Ltd. ("Controlled Foods"), Keg Restaurants Ltd. ("Keg") and Westward Recreational Developments Ltd. ("Westward") to the Ontario Securities Commission (the "Commission") for an order varying the ruling of the Commission dated May 11, 1984 in respect of the issue of Class A Non-Voting Shares of Keg by Controlled Foods to its shareholders resident in Ontario pursuant to the right granted to them by Controlled Foods to exchange the cash compensation payable to them in lieu of fractional share interests of Controlled Foods in connection with the consolidation of the share capital of Controlled Foods, for Class A Non-Voting Shares of Keg (the "Prior Ruling");

AND UPON being satisfied that to so order is not prejudicial to the public interest;

NOW THEREFORE IT IS ORDERED that the Prior Ruling be varied as follows:

1. Paragraph 1 and numbered clauses 9 and 10 of paragraph 2 of the recitals are amended by deleting \$5.06 and substituting \$5.50 in reference to cash compensation payable per share of Controlled Foods.

June 12, 1984.

"R. J. Kane"

"J. W. Blain"

2.9 CAMINDEX MINES LIMITED

HeadnoteKey Words

Section 73 - Third Party Option

Facts

Davis performed certain services for the Company in connection with the acquisition of an interest in mining property located in Alaska at a time when the Company was experiencing financial difficulties while emerging from a period of relative inactivity. Davis was not an employee or director of the Company, nor was he related, directly or indirectly, to such employees or directors. Accordingly negotiations between Davis and the Company respecting remuneration for the services performed by him for the Company took place at arm's length. Given the Company's financial problems it was agreed that the Company would grant Davis the Option as full payment for his services subject to a favourable ruling of the Commission exempting the Company from the requirements of sections 24 and 52 of the Act with respect to the issuance of the Option. The Commission granted the requested ruling on the basis that Davis was familiar with the Company's operations and, under the circumstances, did not require the protection which would otherwise be available to him under the Act by virtue of sections 24 and 52 thereof.

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF CAMINDEX MINES LIMITED

RULING
(Section 73)

UPON the application of Camindex Mines Limited (the "Company") to the Ontario Securities Commission (the "Commission") for a ruling pursuant to subsection 73(1) of the Securities Act, R.S.O. 1980, c. 466 (the "Act") exempting the Company from the registration and prospectus requirements of sections 24 and 52 of the Act respectively in respect of the distribution of an option to Mr. Robert Davis ("Davis") as consideration for services rendered to the Company by Davis;

AND UPON reading the application and the recommendation of the staff of the Commission;

AND UPON it being represented to the Commission that:

1. The Company was incorporated under the laws of the Province of Ontario on June 6, 1933 and its activities are now governed by the Business Corporations Act (Ontario);
2. The Company is a reporting issuer under the Act and is not in default of any requirements of the Act or the regulations made thereunder;

3. The authorized capital of the Company consists of 10,000,000 common shares without par value of which 6,887,525 common shares were issued and outstanding as fully paid and non-assessable shares as of the date of the application;
4. As of the date of the application the common shares of the Company traded on the over-the-counter market and had been approved for listing on The Toronto Stock Exchange;
5. On June 28, 1983, at a meeting of the Company's board of directors, a resolution was passed authorizing the distribution of a non-transferable option to purchase 50,000 common shares (the "Option") to Davis as consideration for services rendered to the Company by Davis in connection with the acquisition of an interest in certain mining property located in Alaska;
6. The Company granted the Option subject to a ruling by the Commission exempting the Company from the registration and prospectus requirements of sections 24 and 52 of the Act respectively in respect of the distribution of the Option;
7. At the time Davis performed services for the Company, the Company was experiencing financial difficulties while emerging from a period of relative inactivity and this compelled the Company to suggest the Option as a means of remunerating Davis for the services performed by him on its behalf;
8. Davis is not an employee or director of the Company, nor is he related, directly or indirectly, to any employees or directors of the Company and, as a result, all negotiations between Davis and the Company respecting remuneration for the services rendered by Davis took place at arm's length; and
9. Davis is familiar with the Company's operations and, under the circumstances, does not require the protection which would otherwise be afforded by the Act;

AND UPON being satisfied that to make this ruling would not be prejudicial to the public interest;

NOW THEREFORE IT IS RULED pursuant to subsection 73(1) of the Act that the issuance by the Company to Davis of the Option is not subject to the registration and prospectus requirements of sections 24 and 52 of the Act respectively.

July 17, 1984.

"E. S. Miles"

"J. W. Blain"

2.10 TEMPLETON CANADIAN FUND

Headnote

Section 61(5) - mutual fund - extension of lapse date of first prospectus

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF TEMPLETON CANADIAN FUND

ORDER
(Section 61(5))

UPON the application of Templeton Canadian Fund (the "Fund") to the Ontario Securities Commission (the "Commission") for an order pursuant to subsection 61(5) of the Securities Act, R.S.O. 1980, c. 466 (the "Act");

AND UPON it appearing to the Commission that:

- A. the Fund is an open-ended mutual fund trust established under the laws of Ontario;
- B. on November 3, 1982 the Director issued a receipt for a preliminary prospectus offering units of the Fund and on April 8, 1983 the Director issued a receipt for a prospectus (the "First Prospectus") offering units of the Fund;
- C. on March 7, 1984 the Fund filed a pro forma renewal prospectus and on April 10, 1984 the Director issued a receipt for a prospectus offering units of the Fund;
- D. through inadvertence the Fund considered the lapse date of the First Prospectus to be April 7, 1984 rather than November 3, 1983;

AND UPON being of the opinion that to so order would not be prejudicial to the public interest;

IT IS ORDERED pursuant to subsection 61(5) of the Act that the times provided by subsection 61(2) of the Act as they apply to the distribution of securities pursuant to the First Prospectus are extended to the times that they would be if the lapse date of the First Prospectus was April 7, 1984.

July 17, 1984.

"J. W. Blain"

"E. S. Miles"

2.11 MACLEOD-STEDMAN INC.

Headnote

Section 73 - Distribution of common shares of a company to its franchisees is not subject to section 24 or 52 of the Act provided that the provisions of subsection 71(5) of the Act shall apply to the first trade in such shares on the basis that under the circumstances, franchisees are considered to be in the same position as employees

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF MACLEOD-STEDMAN INC.

RULING
(Section 73)

UPON the application of Macleod-Stedman Inc. (the "Applicant") to the Ontario Securities Commission (the "Commission") for a ruling pursuant to subsection 73(1) of the Securities Act, R.S.O. 1980, c. 466 (the "Act") that a proposed distribution of common shares of the Applicant to its franchise dealers is not subject to section 24 or 52 of the Act;

AND UPON it being represented to the Commission that:

1. the Applicant is a corporation incorporated under the laws of Canada;
2. the Applicant has filed a preliminary prospectus (the "Preliminary Prospectus") in all provinces of Canada except Quebec for an offering of common shares to the public (the "Public Offering");
3. at the time of the sale of its common shares to the public in Canada under a prospectus (the "Prospectus"), the authorized capital of the Applicant will consist of an unlimited number of Class A shares, issuable in series, and an unlimited number of common shares;
4. after a subdivision of its presently outstanding shares on a basis of 324 to 1 prior to the proposed Public Offering, and after giving effect to the proposed Public Offering and to the proposed offering to employees and franchise dealers of the Applicant, the Applicant will have outstanding approximately 4.5 million common shares;
5. the Applicant proposes simultaneously with the Public Offering to offer common shares to its employees and franchise dealers at a price equal to 90% of the Public Offering price, in the aggregate amount of \$1 million, which shares will not be qualified under the Prospectus;
6. the Applicant proposes to offer the shares to the employees and franchise dealers by way of an offering letter (the "Offering Letter") to which the Prospectus will be attached, and which will provide to all offerees rights ("Contractual Rights of Action") which correspond to the rights that would be provided by sections 70 and 126 of the Act if the common shares were offered pursuant to the Prospectus, and which will advise that offerees

who purchase shares offered by the Offering Letter will be subject to restrictions upon the resale of such shares corresponding to the restrictions contained in subsection 71(5) of the Act (the "Resale Restrictions");

7. the Applicant proposes to distribute the Preliminary Prospectus to the employees and franchise dealers during the "waiting period", as that term is defined in subsection 64(1) of the Act, for the purpose of soliciting expressions of interest from such employees and franchise dealers;
8. the Applicant will enter into a subscription agreement ("Subscription Agreement") with all offerees who purchase securities offered by the Offering Letter, by the terms of which each such offeree will become entitled to Contractual Rights of Action and will become subject to Resale Restrictions;

AND UPON being satisfied that to do so would not be prejudicial to the public interest;

IT IS RULED pursuant to subsection 73(1) of the Act that the distribution of common shares of the Applicant to its franchise dealers in Ontario is not subject to section 24 or 52 of the Act provided that:

- a. a receipt for the Prospectus has been issued pursuant to subsection 60(1) of the Act;
- b. the aggregate price of the common shares of the Applicant distributed to its employees and its franchise dealers not exceed \$1,000,000;
- c. at the time of the distribution, the Applicant is not in default of any requirement of the Act or the regulations thereunder (the "Regulation");
- d. the Applicant shall provide to each franchise dealer in Ontario an Offering Letter as described in paragraph 6 of this ruling and the Subscription Agreement as described in paragraph 8 of this ruling;
- e. the first trade in each of the common shares issued pursuant to this ruling shall be made in accordance with the provisions of subsection 71(5) of the Act and section 18a of the Regulation as if such common shares had been acquired pursuant to one of the exemptions referred to in subsection 71(5) of the Act.

July 17, 1984.

"E. S. Miles"

"J. W. Blain"

2.12 THE REAL PROPERTY TRUST OF CANADA

Headnote

Subsection 61(5) - Extension of lapse date to extend the times in paragraphs (b) and (c) of subsection 61(2)

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF THE REAL PROPERTY TRUST OF CANADA

ORDER
(Section 61(5))

UPON the application of The Real Property Trust of Canada (the "Fund") to the Ontario Securities Commission (the "Commission") for an order pursuant to subsection 61(5) of the Securities Act, R.S.O. 1980, c. 466 (the "Act");

AND UPON reading the application and the recommendations of the staff of the Commission;

AND UPON being advised that:

1. The Fund, an unincorporated trust created under the laws of the Province of Ontario, is a mutual fund and a reporting issuer, as defined in the Act;
2. On July 28, 1983 the Director issued a receipt for a prospectus dated July 10, 1983 (the "Prospectus") offering units of the Fund;
3. The lapse date of the Prospectus is July 10, 1984;
4. The Fund filed a pro forma prospectus with the Commission pursuant to paragraph 61(2)(a) of the Act and a receipt therefor was issued June 8, 1984;

AND UPON being of the opinion that to make this order would not be prejudicial to the public interest;

IT IS ORDERED pursuant to subsection 61(5) of the Act that the times provided by paragraphs (b) and (c) of subsection 61(2) of the Act as they apply to the distribution of units of the Fund pursuant to the Prospectus are extended to the times that they would be if the lapse date of the Prospectus was July 31, 1984.

July 17, 1984.

"Frank Iacobucci"

"J. W. Blain"

2.13 ONTARIO TEACHERS' GROUP INVESTMENT FUND

Headnote

section 61(5) - mutual fund - extension of lapse date of first prospectus because prospectus still quite current

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF ONTARIO TEACHERS' GROUP INVESTMENT FUND
FIXED VALUE SECTION
MORTGAGE INCOME SECTION
DIVERSIFIED PORTFOLIO SECTION
AGGRESSIVE EQUITY SECTION

ORDER
(Section 61(5))

UPON the application of Ontario Teachers' Group Investment Fund (the "Fund") to the Ontario Securities Commission (the "Commission") for an order pursuant to subsection 61(5) of the Securities Act, R.S.O. 1980, c. 466 (the "Act");

AND UPON it appearing to the Commission that:

- A. the Fund is an open-ended mutual fund trust established under the laws of Ontario and consisting of the Fixed Value Section, Mortgage Section, Diversified Portfolio Section and Aggressive Equity Section (the "Sections");
- B. on May 20, 1983 the Director issued a receipt for a preliminary prospectus offering units of the Sections and on March 12, 1984 the Director issued a receipt for a prospectus dated February 28, 1984 (the "Prospectus") offering units of the Sections;
- C. on April 27, 1984 the Fund filed a pro forma renewal prospectus;
- D. the Prospectus lapsed on May 20, 1984;

AND UPON being of the opinion that to so order would not be prejudicial to the public interest;

IT IS ORDERED, pursuant to subsection 61(5) of the Act, that the times provided by subsection 61(2) of the Act as they apply to the distribution of securities pursuant to the Prospectus are extended to the times that they would be if the lapse date of the Prospectus was July 31, 1984.

July 17, 1984.

"E. S. Miles"

"J. W. Blain"

2.14 AMALGAMATION OF NATIONAL TRUST COMPANY, LIMITED, ET AL

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF THE AMALGAMATION OF NATIONAL
TRUST COMPANY, LIMITED AND VICTORIA AND GREY
TRUST COMPANY AND THE ISSUE BY VICTORIA AND
GREY TRUSTCO LIMITED OF ITS COMMON SHARES IN
CONNECTION WITH SUCH AMAGLAMATION

ORDER
(Section 99)

UPON it appearing to the Ontario Securities Commission ("Commission") that National Trust Company, Limited ("National"), Victoria and Grey Trust Company, ("Victoria and Grey") and Victoria and Grey Trustco Limited ("Trustco") have agreed to a transaction whereby following the amalgamation of National and Victoria and Grey, such corporations thereby continuing under the name The National Victoria and Grey Trust Company ("National Victoria"), the former common shareholders of National and Victoria and Grey would be effectively entitled to receive, at their option, pursuant to Trustco's offer for their common shares of National Victoria, 3 Trustco common shares with respect to each National common share and 2.069 Trustco common shares with respect to each Victoria and Grey common share; and

UPON it appearing to the Commission that it would not be prejudicial to the public interest to make the within Order;

IT IS ORDERED pursuant to subsection 99(e) of the Securities Act, R.S.O. 1980, c. 466 (the "Act") that, in respect of the offer by Trustco to acquire common shares of National Victoria, Trustco, National and Victoria and Grey are hereby exempted from the following requirements of Part XIX of the Act:

1. subsection 89(1) 12, to the extent necessary to permit Trustco's obligations under the offer to be conditional upon the amalgamation of National and Victoria and Grey becoming effective;
2. subsection 89(1) 13, to the extent necessary to permit common shares of National Victoria to be taken up and paid for under the offer thirty-six days from the date of the offer;
3. section 94, to the extent necessary to permit variations from the take-over bid circular requirements which arise from the fact that National Victoria will not exist at the date of the offer; and

4. section 96 and subsection 97(3), to the extent necessary to permit variations from the directors' circular requirements, including without limitation approvals, authorizations and certifications by directors, which arise from the fact that National Victoria will not exist at the date of the offer, on condition that the information that would otherwise have been included in a National Victoria directors' circular will be provided, to the extent possible and with necessary variations, by the directors of National and by the directors of Victoria and Grey in respect of information relating to National and Victoria and Grey, respectively.

DATED at Toronto this day of July, 1984.

2.15 GOLDQUEST EXPLORATION INC.

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF GOLDQUEST EXPLORATION INC.

AMENDING ORDER
(Section 140)

IT IS ORDERED pursuant to section 140 of the Securities Act, R.S.O. 1980, c. 466 (the "Act") that the Ruling of the Ontario Securities Commission made on the 11th day of July, 1984 in the matter of Goldquest Exploration Inc. pursuant to subsection 73(1) of the Act be and it hereby is amended by inserting the word "not" immediately preceding the words "a distribution" in subclause (c) of clause 2 of the operative part.

July 17, 1984.

"E. S. Miles"

"Frank Iacobucci"

2.16 EXEMPT PURCHASERS

2.16.1 CANADIAN NATIONAL RAILWAY COMPANY

2.16.2 THE PENSION FUND SOCIETY OF THE BANK OF MONTREAL

EXEMPT PURCHASERS

CANADIAN NATIONAL RAILWAY COMPANY, TRUSTEE FOR CANADIAN NATIONAL RAILWAYS
PENSION TRUST FUND

The Commission granted recognition to Canadian National Railway Company, Trustee for Canadian National Railways Pension Trust Fund as an exempt purchaser under ss.34(1)4 of the Securities Act, R.S.O. 1980, for the ensuing twelve months.

THE PENSION FUND SOCIETY OF THE BANK OF MONTREAL

The Commission granted recognition to The Pension Fund Society of the Bank of Montreal as an exempt purchaser under ss.34(1)4 of the Securities Act, R.S.O. 1980, for the ensuing twelve months.

CHAPTER 3

REASONS: DECISIONS, ORDERS, RULINGS (NIL)

THERE IS NO MATERIAL FOR THIS CHAPTER

IN THIS ISSUE

CHAPTER 4

CEASE TRADING ORDERS - SECTION 123

4.1 TEMPORARY CEASE TRADING ORDERS

4.1.1 WHITEBURN PRECIOUS METALS LIMITED

WHITEBURN PRECIOUS METALS LIMITED

Temporary cease trading order issued July 17, 1984, for failure to make statutory filings. Statutory hearing July 31, 1984, at 10:00 a.m.

4.1.2 TEMPORARY ORDER

4.1.3 CASSEX RESOURCES LTD.

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF CASSEX RESOURCES LTD.

TEMPORARY ORDER
(Section 123(3))

UPON the Ontario Securities Commission (the "Commission") being of the opinion that it is in the public interest to make this Order;

AND UPON the Commission also being of the opinion that the length of time required for a hearing could be prejudicial to the public interest;

IT IS ORDERED pursuant to subsection 123(3) of the Securities Act, R.S.O. 1980, c.466 that all trading in securities of CASSEX RESOURCES LTD. cease for a period of 15 days from the date hereof.

July 20th, 1984.

"J. W. Blain"

"G. M. Webster"

4.2 RESCINDING ORDERS

4.2.1 NEVASCO CORPORATION

NEVASCO CORPORATION

The cease trading order dated July 14, 1984, was rescinded July 13, 1984, the company being now up-to-date with its filings.

4.2.2 SIENNA RESOURCES 83-84 PROGRAM

SIENNA RESOURCES 83-84 PROGRAM

The cease trading order dated July 11, 1984, was rescinded July 18, 1984, the company being now up-to-date with its filings.

4.3 EXTENDING CEASE TRADING ORDERS

4.3.1 FABIEN EXPLORATIONS INC.

FABIEN EXPLORATIONS INC.

The cease trading order dated June 29, 1984, was continued July 13, 1984, pending the company complying with Part XVII of the Securities Act.

CHAPTER 5
POLICIES (NIL)

THERE IS NO MATERIAL FOR THIS CHAPTER
IN THIS ISSUE

CHAPTER 6
REQUESTS FOR COMMENTS (NIL)

THERE IS NO MATERIAL FOR THIS CHAPTER
IN THIS ISSUE

CHAPTER 7
INSIDER TRADING REPORTS

EXPLANATORY NOTES

Information contained in this section has been summarized from insider reports filed with the Commission.

The name of the issuer is followed by a brief description of the class of security, the name of the person or company reporting and his or its relationship to the issuer. If a person has an indirect interest in the securities reported, e.g., through holding companies, affiliate companies, partnerships, trusts or other entities, this is shown. Symbols are used in the column "Transaction and Ownership Symbol" to indicate the nature of ownership i.e., direct or indirect. Similarly, the character of transactions is indicated provided the transactions are other than a purchase or sale. (See guide to symbols below):

GUIDE TO SYMBOLS

| RELATIONSHIP | (appearing after the name reported) |
|--------------|---|
| "B" | - Beneficial Owner (direct or indirect) of equity shares of a reporting issuer carrying more than 10% of the voting rights attached to all equity shares of the reporting issuer outstanding. |
| "D" | - Director of principal reporting issuer. |
| "DI" | - Director of an issuer or a reporting issuer which is an insider or subsidiary of the principal reporting issuer. |
| "K" | - Exercises control or direction (direct or indirect) of equity shares of a reporting issuer carrying more than 10% of the voting rights attached to all equity shares of the reporting issuer. |
| "S" | - Senior Officer of principal reporting issuer. |
| "SI" | - Senior Officer of an issuer or a reporting issuer which is an insider or subsidiary of the principal reporting issuer. |

NATURE OF OWNERSHIP

- No Symbol - Securities are beneficially owned directly.
- Symbol #1 - The reporting person or company beneficially owns and/or has control or direction over securities which are held by a company, associate, partnership, trust or other entity.

CHARACTER OF TRANSACTION

- | | | | |
|-----------|----------------------------|-----|------------------------------|
| No Symbol | - purchase or sale | "M" | - internal |
| "A" | - bequest or inheritance | "Q" | - qualifying shares |
| "C" | - compensation | "R" | - redeemed (called, matured) |
| "E" | - exchange or conversion | "T" | - stock dividend |
| "F" | - exercise of rights, etc. | "V" | - stock split |
| "G" | - gift | "X" | - exercise of option |
| "IR" | - initial report | "Z" | - distribution |

*Returned for reconciliation purposes.

| REPORTING ISSUER | INSIDER | SECURITY | REL 'N | TRANS DATE | TYPE | BOUGHT OR ACQUIRED | SOLD OR DISPOSED | MONTH-END HOLDINGS |
|----------------------------------|---|--------------------|--------|------------------------------|------|--------------------|------------------|-----------------------|
| ABITIBI-PRICE INC. | Abitibi-Price Inc. | Preferred Series A | | Jun/84 | | 400 | | |
| | | | | Jun/84 | R | | 400 | --- |
| | | Preferred Series B | | Jun/84 | | 40000 | | |
| | | | | Jun/84 | R | | 40000 | --- |
| AGASSIZ RESOURCES LTD. | Cameron, Hugh T. Deferred Profit Sharing Plan Cameron Containers Limited | Common | DS | Jun/84 | | 7500 | | 499799 |
| | | | | Jun/84 | 1 | 7000 | | 12000 |
| | | | | -- | 1 | | | 490100 |
| AGRA INDUSTRIES LIMITED | Beach, Dexter H. C. RRSP Wife | Class A | D | May/84 Jun/84 -- -- | | | 6000 4000 | 27058 4000 7149 |
| ALBANY OIL & GAS LIMITED | Alberta Petroleum Investment Corporation Amended Limited Partnership | 16% Debentures | B | -- | | | | \$1500000 |
| | | | | -- | 1 | | | \$2300 |
| | Alberta Petroleum Investment Corporation Amended Limited Partnership | Common | B | -- | | | | 1157912 |
| ALBERTA NATURAL GAS COMPANY LTD. | Nickle, Carl O. | Common | D | Jun/84 | | | 400 | 22700 29600 |
| ALCAN ALUMINUM LIMITED | Hodgson, Allan A. Amended | Common | S | Dec/83 | T | 3 | | |
| | | | | Mar/84 | A | 30 | | |
| | | | | Mar/84 | T | 7 | | |
| | | | | May/84 | X | 300 | | |
| | | | | Jun/84 | T | 12 | | 1112 |
| | MacFarlane, Norman F. Wife | | S | Jun/84 | T | 15 | | 1452 100 |
| | | | | -- | 1 | | | |
| ALGOMA CENTRAL RAILWAY | E-L Financial Corporation Limited Dominion of Canada- General A/C Dominion of Canada- Life A/C | Common | B | -- | | | | 237794 |
| | | | | Jun/84 | T | 1 | | 179625 |
| | | | | Jun/84 | T | 1 | | 50168 |

| REPORTING ISSUER | INSIDER | SECURITY | REL'N | TRANS DATE | TYPE | BOUGHT OR ACQUIRED | SOLD OR DISPOSED | MONTH-END HOLDINGS |
|---------------------------------------|---|-----------------|-------|------------------|------|--------------------|------------------|--------------------|
| ALGOMA CENTRAL RAILWAY (Continued) | E-L Financial Corporation Limited Casualty Company of Canada Empire Life Insurance Company Empire Life Insurance Company-Serregated Fund | Common | B | Jun/84 | T 1 | 360 | | 35118 |
| | | | | Jun/84 | T 1 | 1941 | | 189382 |
| | | | | Jun/84 | T 1 | 321 | | 31356 |
| AMERADA HESS CORPORATION | O'Bryan, Benedict J. Stock Plan | Common | S | Jun/84 | X | 3048 | | 7048 4500 |
| | | | | -- | 1 | | | |
| | Van Fossan, Robert V. | | D | Jun/84 | | 1000 | | 1218 |
| AMTELECOM INC. | Carroll, Wayne D. | Common | D | Jun/84 | | 10 | | 35 |
| | Cutten, James E. | | D | Jun/84 | | 25 | | 100 |
| | Pattinson, Hulme H. | | S | Jun/84 | | 110 | | 24795 |
| ASAMERA INC. | Brown, Peter M. | Common | D | Jun/84 | | | 5000 | --- |
| ATCO LTD. | Purdie, Kingsley B. | Class II Common | DS | May/84 | | 100 | | 100 |
| ATLANTIC RICHFIELD COMPANY | Sorgenti, Harold A. | Common | S | Mar/84 | M | 1778 | | 5362 |
| ATLAS YELLOWKNIFE RESOURCES LIMITED | Manley, Michael W. | Common | D | -- | | | | 98740 |
| | Challisbury Developments Limited | | | Jun/84 | 1 | 10000 | | 75000 |
| AURELIAN DEVELOPERS LTD. | Hinchcliffe, Harold L. | Common | D | Jun/84 Jun/84 | F | 5000 5000 | | 25000 |
| B.C. SUGAR REFINERY LIMITED | Cochrane, John G. Control | Common | DS | Jun/84 | 1 | | 250 | 6466 5768 |
| BC RAIL LTD. | British Columbia Railway Company BCR Properties Ltd. | Common | B | -- | IR | | | 125003 |
| | Clarke, John R. | Securities | S | -- | IR | | | --- |
| | Dwyer, Eric B. | | S | -- | IR | | | --- |
| | Fraser, Edith J. | | S | -- | IR | | | --- |
| | Horner, Stanley M. | | D | -- | IR | | | --- |

| REPORTING ISSUER | INSIDER | SECURITY | REL 'N | TRANS DATE | TYPE | BOUGHT OR ACQUIRED | SOLD OR DISPOSED | MONTH-END HOLDINGS |
|--|---|--------------------|--------|----------------------------|------|--------------------|------------------|--------------------|
| BC RAIL LTD. (Continued) | Hurd, Edwin C. | Preferred Series A | D | -- | IR | | | 1000 |
| | Hyland, James N. | | DS | -- | IR | | | 1000 |
| | Kerr, John C. | Securities | D | -- | IR | | | --- |
| | McPherson, Glen W. | | D | -- | IR | | | --- |
| | McPherson, Norman A. | | S | -- | IR | | | --- |
| | Norris, Mackenzie C. | Preferred Series A | DS | -- | IR | | | 400 |
| | Phillips, Donald M. | Securities | D | -- | IR | | | --- |
| | Ritchie, Gordon L. | Preferred Series A | S | -- | IR | | | 400 |
| | Rome, Kenneth B. | Securities | D | -- | IR | | | --- |
| | Sturgeon, Arnold C. | | S | -- | IR | | | --- |
| | Swanson, Robert E. | | D | -- | IR | | | --- |
| BGR PRECIOUS METALS INC. | Goodman, Ned | Class A | | Jun/84 | | 6600 | | 6600 |
| BANK OF MONTREAL | Jarry, Gilles | Common | S | Jun/84 Jun/84 Jun/84 | T | 44 77 | 433 | 2125 |
| | Rourke, Glenn R. | | S | Jun/84 | | 3100 | | 3957 |
| | Turgeon, Louis M. RRSP | | S | -- | IR1 | | | 850 |
| BANK OF MONTREAL MORTGAGE CORPORATION | Turgeon, Louis M. | Securities | SI | -- | IR | | | --- |
| BANK OF MONTREAL REALTY FINANCE LTD. | Turgeon, Louis M. | Securities | SI | -- | IR | | | --- |
| BARRICK RESOURCES CORPORATION | Rotman, Joseph L. Roy-L Resources Ltd. | Common | D | Jun/84 | | | 72356 | --- |
| BAY MILLS LIMITED | Garrell, Anthony | Common | S | Jun/84 | 1 | | | 978158 |
| BELL CANADA ENTERPRISES INC. Amended | Monty, Jean C. | Common | SI | May/84 | T | 500 7 | | 4000 |

| REPORTING ISSUER | INSIDER | SECURITY | REL'N | TRANS DATE | TYPE | BOUGHT OR SOLD OR | | MONTH-END |
|---|---|------------------|-------|----------------------------|--------|----------------------|----------|--------------|
| | | | | | | ACQUIRED | DISPOSED | HOLDINGS |
| BELL CANADA ENTERPRISES INC. (Continued) | Monty, Jean C. Amended | Common | SI | May/84 | | | 500 | 382 |
| BELL CANADA | Bell Canada Enterprises Inc. Qualifying Shares | Common | B | Jun/84 | E | 1145072 | | 196564373 |
| | | | | -- | 1 | | | 170 |
| | Bell Canada Enterprises Inc. | Preferred \$1.80 | B | Jun/84 | | | 26250 | 2983800 |
| | | Preferred \$1.96 | | Jun/84 | E | | 36515 | 448525 |
| | | Preferred \$2.05 | | Jun/84 | E | | 1100779 | 2324737 |
| | | Preferred \$2.25 | | Jun/84 | | | 12750 | 1164500 |
| | | Preferred \$2.70 | | -- | | | | 11810400 |
| BITECH ENERGY RESOURCES LIMITED | Wade, James | Common | DS | Jun/84 | | | 8000 | 19500 |
| | Pamiba Estates Limited | | | -- | 1 | | | 396000 |
| BORDER CHEMICAL COMPANY LIMITED | Smerchanski, Rhonda G. | Common | S | Jun/84 | | 600 | | 96235 |
| BRALORNE RESOURCES LIMITED | Kemmerer Jr., John L. Amended Subdivision of Trust Control | Common | D | -- | | | | 30000 |
| | | | | Jun/84 | 1 | | 73964 | 262654 |
| BRAMALEA LIMITED | Boltman, Myron L. Share Purchase Plans | Common | S | Jun/84 Jun/84 Jun/84 | | 2000 2000 2000 | | 519 12817 |
| | Horne, David E. Share Purchase Plans | | S | May/84 -- | 1 | 1085 | | 913 18002 |
| BRANDY BROOK MINES LIMITED | Dillman, Elmore M. Dacron Corporation Limited | Common | DS | -- | | | | 717501 |
| | | | | Jul/84 | 1 | 1670526 | | 1670526 |
| BRITISH COLUMBIA FOREST PRODUCTS LIMITED | Flater, George G. Incentive Plan | Common | S | -- Mar/84 | | 4000 | | 1459 4773 |
| CAE INDUSTRIES LTD. | Birks, G. Drummond Drumbo Holdings Ltd. | Common | D | Jul/84 Jul/84 | V V | 9 20000 | | 18 40000 |
| | Brown, Gordon | | SI | May/84 | | 1000 | | |

| REPORTING ISSUER CAE INDUSTRIES LTD. (Continued) | INSIDER Brown, Gordon | SECURITY Common | REL'N SI | TRANS DATE Jul/84 | TYPE V | BOUGHT OR | | SOLD OR | | MONTH-END HOLDINGS 2000 |
|--|--------------------------|--------------------|-------------|-------------------------|-----------|-----------|------|----------|--|-------------------------------|
| | | | | | | ACQUIRED | 1000 | DISPOSED | | |
| Cavadias, N. B. | | | SI | Apr/84 | T | | | 4000 | | |
| | | | | Mar/84 | | 119 | | | | |
| | | | | Jun/84 | | 179 | | | | |
| | | | | Jun/84 | | 3150 | | | | 32351 |
| | | | | | | | | | | |
| Courtois, Edmond J. | | | D | Jul/84 | V | 900 | | | | 1800 |
| Gelinas, Andre A. | | | DI | Jun/84 | | 450 | | | | |
| | | | | Jun/84 | | | | 450 | | 475 |
| Matson, Gerald A. | | | S | Jun/84 | V | 62 | | | | |
| | | | | Jul/84 | | 11082 | | | | 22164 |
| Smith, Stuart F. | | | SI | Jul/84 | V | 4700 | | | | 9400 |
| CB Pak Inc. | | Common | | Jun/84 | R | 2500 | | | | |
| | | | | Jun/84 | | | | 2500 | | --- |
| CCL INDUSTRIES INC. Davies, James G. Amended RRSP | | Class A | D | | | | | | | |
| | | | | Jul/83 | | 1 | | 400 | | |
| | | | | Aug/83 | | 1 | | 300 | | |
| | | | | Sep/83 | | 1 | | 633 | | |
| | | | | Apr/84 | | 1 | 1000 | | | 1000 |
| Indirect Holdings | | Class B | | Aug/83 | 1 | 1000 | | | | |
| | | | | Sep/83 | | 1 | | 1667 | | |
| | | | | Oct/83 | | 1 | | 1000 | | 1000 |
| McLeod, Wayne M. E. Amended | | Class A | DS | -- | | | | | | 50000 |
| | | | | | | | | | | |
| CSA MANAGEMENT LIMITED Lum, Hubert J. | | Class B | | Jun/84 | | | | 300 | | 99700 |
| | | | | | | | | | | |
| | | | | Jun/84 | | | | \$2000 | | --- |
| CABRE EXPLORATION LTD Stovel, Kenneth B. | | Class A | | Jun/84 | E | 1800 | | | | |
| | | | | Jun/84 | | | | 1800 | | --- |
| CADILLAC FAIRVIEW CORPORATION LIMITED, THE Bream, Kenneth G. | | Common | S | Jul/84 | X | 5000 | | | | 73500 |
| | | | | Jul/84 | | 20000 | | | | |
| Bronfman, Charles R. | | Common | D | Jun/84 | | | | 93503 | | 36321 |
| | | | | | | | | | | |
| DISI | | | DISI | -- | | | | | | 84000 |
| | | | | | | | | | | |

| REPORTING ISSUER | INSIDER | SECURITY | REL'N | TRANS DATE | TYPE | BOUGHT OR ACQUIRED | SOLD OR DISPOSED | MONTH-END HOLDINGS |
|---|---|-----------------------------|-------|------------------|----------|--------------------|------------------|--------------------|
| CADILLAC FAIRVIEW CORPORATION LIMITED, THE (Continued) | Bronfman, Charles R. Charman Investments Inc | Common | DISI | Jun/84 | I | 5151872 | | 5151872 |
| | Bronfman, Charles R. | Preferred Series A | DISI | -- | | | | 14000 |
| | Bronfman, Charles R. Charman Investments Inc | Warrants | DISI | Jun/84 | I | 339600 | | 339600 |
| | Cadillac Fairview Corporation Limited, The | 11-1/4% P.M. Bonds due 1995 | | Jun/84 | | \$700000 | | |
| | | Preference Series A | | Jun/84 | R | | \$700000 | --- |
| CAMPBELL RESOURCES INC | Lahn, Mervyn L. Spouse | Warrants | D | -- Jun/84 | I | | 2500 | 3750 --- |
| | Borts, Harold N. Wife | Common | D | Jun/84 Jun/84 | T T 1 | 89 2 | | 4571 142 |
| | Boucher, Michel | | SI | Jun/84 | T | 4 | | 204 |
| | Bronfman, Charles R. | | DISI | Jun/84 | T | 120 | | 6120 |
| | Caisse de depot et placement du Quebec | | B | Jun/84 | T | 20000 | | 1020000 |
| | CEMP Investments Ltd. | | B | Jun/84 | T | 16628 | | 848058 |
| | Edgar Miles Bronfman Trust | | | Jun/84 | T | 55 | | 2846 |
| | Goodman, Ned Amended | | S | Jun/84 | T | 625 | | 31875 |
| | | Pref. Series 4 & 5 | | Jun/84 | | 8750 | | 8750 |
| | Raymond, James D. Feejay Corp. Canada Ltd | Common | D | Jun/84 Jun/84 | T T 1 | 960 200 | | 48980 10200 |
| | Raymond, James D. | Preference Series 1 | D | -- | | | | 38050 |

| REPORTING ISSUER | INSIDER | SECURITY | REL'N | TRANS DATE | TYPE | BOUGHT OR ACQUIRED | SOLD OR DISPOSED | MONTH-END HOLDINGS |
|---------------------------------------|--|------------------------|-------|---------------|------|-----------------------|---------------------|-----------------------|
| CAMPBELL RESOURCES INC (Continued) | Raymond, James D. Wife | Preference Series 1 | D | Jun/84 | 1 | 1000 | | 1000 |
| | Feejay Corp. Canada Ltd | | | -- | 1 | | | 10000 |
| | Rothschild, John A. | Common | SI | Jun/84 | T | 4 | | 204 |
| | Schacter, Alvin S. Son | | D | Jun/84 | T | 44 | | 2284 |
| | | | | -- | 1 | | | 2 |
| CAMPEAU CORPORATION | Chevrier, Raymond | Subordinate Voting | S | Jun/84 | M | 40590 | | |
| | Stock Purchase Plan | | | Jun/84 | | | 10590 | 30000 |
| | | | | Jun/84 | M 1 | | 40590 | --- |
| CANADA PACKERS INC. | Canada Packers Inc. | Common | | Jun/84 | | 6000 | | --- |
| | | | | Jun/84 | R | | 6000 | --- |
| CANADIX RESOURCES LIMITED | Plaskett, Gordon G. | Common | B | Jun/84 | | | 2000 | 651001 |
| CANADIAN FOREMOST LTD. | Asquith Ltd. | Class A | B | Jun/84 | | | 754568 | 236824 |
| CANADIAN GOLD RESOURCES INC. | Leliever, Wm. Gordon Amended | Common | DS | Feb/83 | | | 8000 | |
| | Leliever, Wm. Gordon Blue Falcon Mines Ltd. | | DS | Jul/83 | | | 10000 | 1501 |
| | Penrose, Ronald D. | Securities | D | -- | IR | 68334 | | 68334 |
| | Peters, Robert E. | | D | -- | IR | | | --- |
| | Melman, Anthony R. | Common | S | -- | IR | | | --- |
| CANADIAN IMPERIAL BANK OF COMMERCE | | | | Jun/84 | | | 1000 | 1000 |
| | Minard, Anthony M. | Securities | S | -- | IR | | | --- |
| CANADIAN INVESTMENT FUND, LTD. | Sinclair, Ian D. RSP | Special | D | -- | | | | --- |
| | | | | Jul/84 | 1 | 9785 | | 673 |
| | | | | | | | | 33019 |
| CANADIAN MARCONI COMPANY | Wheatley, Philip E. | Common | DS | Jun/84 | | | 200 | 1000 |
| CANADIAN UTILITIES LIMITED | TransAlta Utilities Corporation | Class A | B | | | | | |
| | TransAlta Resources Corporation | | | Jun/84 | F 1 | | 24 | 3400374 |
| | | Class B | | Jun/84 | F 1 | | 50 | 8410280 |

| REPORTING ISSUER | INSIDER | SECURITY | REL'N | TRANS DATE | TYPE | BOUGHT OR | | SOLD OR | | MONTH-END HOLDINGS |
|---|---|-------------------------------------|-------|------------------|--------|-----------|----------|----------|----------|-----------------------|
| | | | | | | ACQUIRED | DISPOSED | ACQUIRED | DISPOSED | |
| CANADIAN UTILITIES LIMITED (Continued) | Twa, Craighton O. | Class A Common | S | Mar/84 | | | 200 | | | |
| CANALANDS RESOURCES CORPORATION | Rowe, Edward G. RRSP | Common | DS | Jun/84 | 1 | 8765 | | 8765 | | 12000 |
| CANFOR CORPORATION | R.L. Cliff Ltd. | Class A Pref. | | Jun/84 | | 4000 | | | | 4000 |
| CARLING COPPER MINES LIMITED | Dubblestyne, Helen M. | Common | S | -- | IR | | | | | 5000 |
| CARMA LTD. | Taylor, Angus S. | Class A | D | Jun/84 | | 10200 | | | | 16000 |
| CARMA DEVELOPERS LTD. | Allarco Group Ltd. | Debentures, Series A, B and E | | Jun/84 | | \$3675000 | | | | \$3675000 |
| CAROLIN MINES LTD. | Robbins, George H. | Common | DS | Jun/84 Jun/84 | X | 1000 | | 2000 | | --- |
| CASSIDY'S LIMITED | Continental Manufacturers Canada Ltd. Indirect Holding | Common | B | Jun/84 | | 5000 | | | | 751030 |
| CENTRAL TRUST COMPANY | Alberta Petroleum Investment Corporation Amended Limited Partnership | Common | B | -- | | | | | | 1759305 |
| | Oland, Derek | | D | -- | IR | | | | | 13475 |
| CHAUVCO RESOURCES LTD. | Turton, Alfred E. | Class A | B | Jun/84 | | | | 79000 | | 64000 |
| CHRYSLER CORPORATION | Butts, George F. CTSOP Trust | Common | S | Jun/84 -- | G 1 | | | 200 | | 9750 1384 |
| | Runk, Leroy H. ESOP Trust | Common | S | Jun/84 -- | | | | 4100 | | 1000 66 |
| | Sinclair, Robert M. ESOP Trust | | S | Jun/84 -- | | | | 2600 | | 2878 159 |
| CINEPLEX CORPORATION | Drabinsky, Garth H. Beneficially | Common | DS | Jun/84 -- | | | | 280000 | | 411510 22440 |
| | Gottlieb, Myron I. | | DS | Jun/84 | | | | 280000 | | 190343 |

| REPORTING ISSUER CINEPLEX CORPORATION (Continued) | INSIDER | SECURITY | REL 'N | TRANS DATE | TYPE | BOUGHT OR ACQUIRED | SOLD OR DISPOSED | MONTH-END HOLDINGS |
|---|--|----------------------|-----------|---------------|------|-----------------------|---------------------|-----------------------|
| | | | | | | | | |
| COHO RESOURCES LIMITED | Gottlieb, Myron I. Beneficially | Common | DS | -- | 1 | | | 251161 |
| | Gottlieb, Myron I. | Warrants | DS Jun/84 | Jun/84 | R | | 19000 | --- |
| | Hoare, Timothy J. D. | Common | D | -- | IR | | | 40000 |
| | Campbell, Kenneth F. RRSP | Class A | DS | -- | 1 | 200 | | 50717 |
| | Campco International Capital Ltd. | | Jul/84 | Jul/84 | T 1 | | | 105200 |
| | Shauntan Holdings Ltd. Children | | Jul/84 | Jul/84 | T 1 | 21798 | | 198775 |
| | | | -- | -- | 1 | 414 | | 186286 |
| | | | | | | | | 24 |
| | Edmonton International Industries Ltd. | Class A Common | B Jun/84 | Jun/84 | | 23665 | | 71270 |
| | Odyssey Resources Ltd. Speedeay Properties Ltd 297139 Alberta Ltd. | | -- | -- | 1 | | | 78922 |
| COMBINED INTERNATIONAL CORPORATION | | | -- | -- | 1 | | | 102524 |
| | | | -- | -- | 1 | | | 463860 |
| | Estate of L. T. Lambert | 1sf Pfd. Series D | -- | -- | | 1000 | | 1000 |
| | Eltel Holdings Ltd. | Class A Common | Jun/84 | Jun/84 | T 1 | 1089 | | 13756 |
| | | | -- | -- | | | | 72081 |
| | Felesky, Brian A. Indirect Holding | | D Jun/84 | Jun/84 | 1 | 2179 | | 27111 |
| | | | -- | -- | | | | 18418 |
| | Lambert, Bernard L. Indirect Holding | | DI Jun/84 | Jun/84 | T 1 | 4359 | | 28213 |
| | | | -- | -- | | | | 1000 |
| | Lambert, Kenneth H. Lambert Management Profit Sharing Plan | | DDIS | -- | | | | 58154 |
| COMINCO LTD. | | | Jun/84 | Jun/84 | T 1 | 3768 | | 22612 |
| | | | -- | -- | 1 | | | 8500 |
| | Dancer, Gordon A. | Common | S Jun/84 | Jun/84 | X | 2246 | | 32219 |
| | Indirect Holdings | | -- | -- | 1 | | | 5783 |
| | Ryan, Patrick G. Direct & Indirect | | DSB | Jun/84 | 1 | 73700 | | 4078540 |
| | Hirsch, Horst E. SSPP | Common | S | -- | IR | | | 1134 |
| | | | -- | -- | IR1 | | | 2455 |
| | Partridge, Bruce J. Stock Purchase Plan | | S May/84 | May/84 | V 1 | 158 | | 237 |
| | | | May/84 | May/84 | V 1 | 38 | | 126 |
| | | | | | | | | |

| REPORTING ISSUER | INSIDER | SECURITY | REL'N | TRANS DATE | TYPE | BOUGHT OR ACQUIRED | SOLD OR DISPOSED | MONTH-END HOLDINGS |
|---------------------------------------|---|-----------------------|-------|------------------------|----------------|-----------------------|---------------------|-----------------------|
| COMINCO LTD. (Continued) | Partridge, Bruce J. Stock Purchase Plan | Common | S | May/84 | 1 | | 233 | |
| | Robertson, William J. Stock Savings Plan | | S | May/84 May/84 | V V 1 | 342 1498 | | 513 2247 |
| | Wilson, William G. RRSP | | DS | May/84 May/84 | V V 1 | 550 1774 | | 825 2661 |
| COMMERCIAL OIL AND GAS LTD. | Hawkins, Dallas E. Indirect Holdings | Common | D | May/84 May/84 | E E 1 | 64000 209085 | | 64000 257585 |
| | | Preferred Series A | | May/84 | E 1 | 59817 | | 59817 |
| BYTEC-COMTERM INC. | Barsley, Paul N. Amended | Common | S | May/84 | | | 6300 | |
| | | | | Jun/84 | | | 8300 | 40 |
| CONSOLIDATED-BATHURST INC. | Consolidated-Bathurst Inc In Trust | Series A Common | | Jun/84 Jun/84 -- | R R 1 -- | 43900 | 47700 | 13000 2619 |
| | Stangeland, Tor O. Indirect Holding | Series B Common | DS | Jun/84 -- | T 1 | 779 | | 15417 92800 |
| CONSOLIDATED BRANLY RESOURCES INC. | Morrison, Donald J. | Common | S | -- | IR | | | 500000 |
| CONSOLIDATED NOREX RESOURCES CORP. | Graham, David A. Indirect Holdings | Common | DS | -- | | | | 30228 |
| | | | | Jun/84 | 1 | 10300 | | 92993 |
| | Graymont Limited Amended | | B | Mar/84 | | 355 | | |
| | | | | Jun/84 | | 1900 | | 1389158 |
| CONSOLIDATED GASCOME OILS LTD. | Bury, Ben L. Indirect Holding | Rights | DS | Jun/84 Jun/84 | R R 1 | | 108716 3284 | --- |
| | Lalji, Diamond N. | | DS | Jun/84 | R | | 10320 | --- |
| | Langard, Albert J. A.J.L. Investments Ltd. | | DSB | Jun/84 | R 1 | | 490026 | --- |
| | McClain, Merle | | S | Jun/84 | R | | 500 | --- |
| | Ng, Bertina | | S | Jun/84 | R | | 400 | --- |

| REPORTING ISSUER (Continued) | INSIDER | SECURITY | REL'N | TRANS DATE | TYPE | BOUGHT OR | | SOLD OR | | MONTH-END HOLDINGS |
|---|---|---------------------------|---------|------------------|---------|-----------|----------|------------|----------|-----------------------|
| | | | | | | ACQUIRED | DISPOSED | DISPOSED | DISPOSED | |
| CONSOLIDATED GASCOME OILS LTD. (Continued) | Saunderson, Peter G. | Rights | D | Jun/84 | | | | 600 | | |
| CONSUMERS DISTRIBUTING COMPANY LIMITED | Robertson, Reginald J. RRSP | Class B | S | -- Jun/84 | | | | 800 | | --- |
| CONTINENTAL GROUP INC., THE | Scott Jr., Walter Sturm, Donald L. | Securities | D | -- Jun/84 | IR | 800 | | | | 4832 2800 |
| CONTROL DATA CORPORATION | Duncan, R. W. | Common | S | Jun/84 | IR | | | | | --- |
| CONVENTURES LIMITED | Nickle, Carl O. | Common | D | Jun/84 Jun/84 | E | 200 | | 58188 | | 2701 |
| CONWEST EXPLORATION COMPANY LIMITED | Connell, Earl B. | Class B | D | Jun/84 | | 1000 | | | | 6100 |
| COPCONDA-YORK RESOURCES INC. | Patterson, John A. RRSP | | S | Jul/84 Jul/84 | I | | 1000 | | | 34300 5400 |
| COSTAIN LIMITED | Patterson, T. A. Costain Overseas Services Limited | Class B Special Common | DS B | Jun/84 May/84 | | | | 126400 | | 35300 580000 |
| CRESTBROOK FOREST INDUSTRIES LTD. | Honshu Paper Co., Ltd. | Debenture | -- | May/84 | IR | | | \$15000000 | | \$15000000 --- |
| | | Warrants | -- | May/84 | IR F | | | 580000 | | 580000 --- |
| | | Common | B | May/84 | V | 739300 | | | | |
| | | Preferred A | | May/84 | E | | | 120000 | | 2461067 --- |
| | | Preferred B | | May/84 | E | | | 111000 | | --- |
| CROSSCUT EXPLORATIONS INC. | Ishikawa, Takao Tokunaga, Tsutomu Solomon, David S. | Series One Bond Common | | Mar/84 D -- | | | | \$1050000 | | \$1600000 225 |
| | | Common | D | -- | IR | | | | | 225 |
| | | Common | B | Jun/84 | E | 916666 | | | | |

| REPORTING ISSUER | INSIDER | SECURITY | REL 'N | TRANS DATE | TYPE | BOUGHT OR ACQUIRED | SOLD OR DISPOSED | MONTH-END HOLDINGS |
|---|--|------------------------|--------|--------------|------|--------------------|------------------|--------------------|
| CROSSCUT EXPLORATIONS INC. (Continued) | Solomon, David S. | Common | B | Jun/84 | | 14000 | | 930666 |
| CROWN LIFE INSURANCE COMPANY | Linden, Roy W. | Class A | S | -- | IR | | | 1060 |
| CROWN INC. | Evans, Gareth W. | Class A | S | May/84 | | 456 | | 1556 |
| | Howlett, William M. | Common | S | -- | IR | | | 1545 |
| | | Common | -- | -- | IR | | | 85 |
| | Morson, Alan E. | Class A | SI | Jun/84 | | 1075 | | 1075 |
| | Wainwright, Hugh D. | Common | SI | -- | IR | | | 1242 |
| | | Common | -- | -- | IR | | | 1598 |
| CULLATON LAKE GOLD MINES LTD. | Goodman, Ned | Common | D | Jun/84 | E | | 20000 | --- |
| DYNEX PETROLEUM LTD. | Sharp, Wayne R. Indirect Holding | Common | D | -- Jun/84 | | | 5000 | 8900 181400 |
| DAON DEVELOPMENT CORPORATION | Rielly, Thomas J. | Common | SI | Jun/84 | | | 5000 | 624 |
| DART & KRAFT INC. | Coughlan, Gary P. As Custodian | Common | S | -- | IR1 | | | 100 |
| DASHER RESOURCES LTD. | Apple, Barnabas W. N. | Option | DS | Jun/84 | | 30000 | | 30000 |
| DOFASCO INC. | McAllister, John H. | Class A Common | SI | Jun/84 | | | 1800 | 4024 |
| DOME CANADA LIMITED | Anderson, Arnold B. Employee Benefit Plans | Common | SI | -- | IR1 | | | 88 |
| | Anderson, Arnold B. | Convertible Debentures | SI | -- | IR | | | \$18000 |
| DOMAN INDUSTRIES LIMITED | Darcia Holdings Limited | Class A Common | B | Jun/84 | | 12000 | | 1017916 |
| DOME PETROLEUM LIMITED | Anderson, Arnold B. Employee Benefit Plans | Common | S | -- | IR | | | 7587 8089 |
| | Anderson, Arnold B. | Options | S | -- | IR | | | 17125 |
| | Savidant, Stephen J. Employee Benefit Plans | Common | S | -- | IR1 | | | 12403 |

| REPORTING ISSUER DOME PETROLEUM LIMITED (Continued) | INSIDER Savidant, Stephen J. | SECURITY | REL'N | TRANS | | BOUGHT OR ACQUIRED | SOLD OR DISPOSED | MONTH-END HOLDINGS |
|---|---|-----------------|-------|--|-------------------------------|-----------------------|---------------------|--|
| | | | | DATE | TYPE | | | |
| | | Options | S | -- | IR | | | 33000 |
| DYNAMAR ENERGY LIMITED | Cameron, Hugh T. Profit Sharing Plan Cameron Containers Limited | 1.05 Cum. Conv. | SB | -- Jun/84 | 1 | | 2800 | 187 --- |
| | | | | -- | 1 | | | 100000 |
| | Cameron, Hugh T. Profit Sharing Plan Cameron Containers Limited | Common | SB | Jun/84 Jun/84 | 1 | 12500 5000 | | 523700 27400 |
| ECHO BAY MINES LTD. | Broughton, Alan Wife | Common | S | -- Jun/84 | 1 | 500 | | 1135600 500 400 |
| | Boosey, J. A. Stock Purchase Plan TRASOP Trust | Common | S | -- May/84 | 1 1 | 198 | | 2700 559 58 |
| | Brown, Benjamin A. Stock Purchase Plan Self, Custodian for Daughter Wife, Custodian Self Custodian for Son TRASOP Trust | | S | Jun/84 May/84 Jun/84 Jun/84 -- | G 1 T 1 T 1 T 1 1 | 665 3 3 2 | 21 | 1434 3352 183 182 116 351 |
| ENSERCH CORPORATION | Costlow, Annell Stock Purchase Plan TRASOP Trust | | S | May/84 May/84 -- | T 1 1 1 | 7 158 | | 129 415 322 |
| | Ebel, R. E. Stock Purchase Plan Self as Custodian Son TRASOP Trust Wife | | S | -- May/84 May/84 May/84 -- -- | 1 T 1 T 1 1 1 | 302 18 16 | | 720 1500 345 308 194 100 |
| | Fortado, Michael G. Stock Purchase Plan Self, Custodian TRASOP Trust | | S | -- May/84 May/84 -- | 1 T 1 1 | 365 21 | | 1515 1921 567 357 |
| | Gallatin, A. E. Stock Purchase Plan TRASOP Trust | | S | -- May/84 -- | 1 1 1 | 298 | | 550 767 284 |
| | Goodman, R. H. | | S | -- | | | | 417 |

| REPORTING ISSUER | INSIDER | SECURITY | REL 'N | TRANS DATE | TYPE | BOUGHT OR | | SOLD OR | | MONTH-END HOLDINGS |
|------------------------------------|---|----------|--------|---------------|------|-----------|----------|----------|----------|-----------------------|
| | | | | | | ACQUIRED | DISPOSED | ACQUIRED | DISPOSED | |
| ENSERCH CORPORATION (Continued) | Goodman, R. H. Stock Purchase Plan TRASOP Trust Trust Holding | Common | S | May/84 | 1 | 508 | | | | 1796 |
| | | | | -- | 1 | | | | | 361 |
| | | | | -- | 1 | | | | | 1600 |
| | Hinds, James W. Stock Purchase Plan TRASOP Trust | | S | May/84 | T | 57 | | | | 1059 |
| | | | | May/84 | 1 | 152 | | | | 310 |
| | | | | -- | 1 | | | | | 279 |
| | Hooper, Candice Shy Stock Purchase Plan TRASOP Trust | | S | May/84 | 1 | 154 | | | | 480 |
| | | | | -- | 1 | | | | | 32 |
| | | | | -- | | | | | | |
| | McCord, W. C. Stock Purchase Plan TRASOP Trust | | DS | -- | | | | | | 23862 |
| | | | | May/84 | 1 | 1328 | | | | 10896 |
| | | | | -- | 1 | | | | | 344 |
| | Neaves, Carol L. Stock Purchase Plan TRASOP Trust | | SI | Jun/84 | M | 235 | | | | 4093 |
| | | | | May/84 | 1 | 671 | | | | 2023 |
| | | | | -- | 1 | | | | | 109 |
| | Pratt, L. J. Stock Purchase Plan | | S | Jun/84 | M | 60 | | 60 | | 60 |
| | | | | Jun/84 | M | | | | | |
| | | | | May/84 | 1 | 135 | | | | 83 |
| | Satterwhite, W. T. Stock Purchase Plan TRASOP Trust | | S | Jun/84 | M | 374 | | | | 9857 |
| | | | | May/84 | 1 | 658 | | | | 1661 |
| | | | | -- | 1 | | | | | 334 |
| | Scarola, John A. Stock Purchase Plan TRASOP Trust Trust Holdings | | S | -- | | | | | | 10395 |
| | | | | May/84 | 1 | 644 | | | | 1647 |
| | | | | -- | 1 | | | | | 369 |
| | Singer, S. R. Stock Purchase Plan TRASOP Trust | | S | -- | | | | | | 10530 |
| | | | | May/84 | 1 | 1219 | | | | 5421 |
| | | | | -- | 1 | | | | | 8457 |
| | Wagner, L. G. Stock Purchase Plan TRASOP Trust | | S | Jun/84 | T | 21 | | | | 1221 |
| | | | | May/84 | 1 | 501 | | | | 947 |
| | | | | -- | 1 | | | | | 133 |
| | Wilber, Robert E. Stock Purchase Plan TRASOP Trust | | S | -- | | | | | | 2313 |
| | | | | May/84 | 1 | 92 | | | | 240 |
| | | | | -- | 1 | | | | | 219 |
| | Williams, Richard B. Stock Purchase Plan | | S | -- | | | | | | 5738 |
| | | | | May/84 | 1 | 729 | | | | 4004 |

| REPORTING ISSUER | INSIDER | SECURITY | REL'N | TRANS DATE | TYPE | BOUGHT OR ACQUIRED | SOLD OR DISPOSED | MONTH-END HOLDINGS |
|------------------------------------|--|----------------------------------|-------|------------------|---------|--------------------|------------------|--------------------|
| ENSERCH CORPORATION (Continued) | Williams, Richard B. TRASOP Trust Special Trusts | Common | S | -- -- | 1 1 | | | 374 2856 |
| ENS BIO LOGICALS INC. | Ogilvie, Kelvin K. | First Preference | | D Jun/84 | | 8991 | | 8991 |
| EPITEK INTERNATIONAL INC. | Caisse de depot et placement du Quebec | Common | | B Jun/84 | | | 39500 | 4138977 |
| ERICKSON GOLD MINES LTD. | Fisher, Arthur T. | Common | | S Jun/84 | | | 1000 | 14600 |
| ETHYL CORPORATION | Andrew, Lloyd B. Savings Plan | Common | DS | -- Jun/84 | 1 | 218 | | 9636 16534 |
| | Koehnle, John F. Savings Plan | | S | -- Jun/84 | 1 | 24 | | 300 282 |
| EVERGREEN ENERGY RESOURCES INC | Stewart, Alexander | Common | | D Jun/84 | | 666667 | | 2825490 |
| FARADAY RESOURCES INC | Conwest Exploration Company Limited | Common | | B May/84 | | 600 | | |
| FEDERAL PIONEER LIMITED | Federal Pioneer Limited | 6 3/4% Debentures Series A | | Jun/84 Jun/84 | | 6800 \$205000 | | 1737970 |
| FIDINAM PROPERTIES INC. | Carew, Robert J. | First Pref. Series 1 | | Jun/84 D -- | R IR | \$205000 | | --- |
| | Lyons, Joseph C. | | | DS -- | IR | | | 200 |
| FINANCIAL TRUSTCO CAPITAL LTD. | Grand Banks Investments Ltd. Amended | Common | | B Jan/84 | | 200000 | | 2495752 |
| | | Warrants | | Jan/84 | | 200000 | | 200000 |
| | Latta, Fraser D. | Common | | S -- | IR | | | 28800 |
| FORD MOTOR COMPANY | Gilmour, Allan D. | Common | | S Jun/84 | | | 23874 | 16531 |
| | Page, Thomas C. | | | DS Jun/84 | X | 7842 | | 24205 |
| | Petersen, Donald E. | | | S Jun/84 | G | | 152 | 21987 |

| REPORTING ISSUER | INSIDER | SECURITY | REL.'N | TRANS DATE | TYPE | BOUGHT OR SOLD OR | | MONTH-END HOLDINGS |
|---|---|------------|--------|------------------------|-------------|-------------------|----------|-----------------------|
| | | | | | | ACQUIRED | DISPOSED | |
| FORD MOTOR COMPANY (Continued) | Scollard, William E. | Common | S | Jun/84 | | | 8361 | --- |
| FRANCO-NEVADA MINING CORPORATION LIMITED | Sparling, David M. | | S | Jun/84 | | | 3262 | 17750 |
| | Higgs, H. Willis | Common | D | Jun/84 | F | 5000 | | 20000 |
| | New Venture Equities Ltd. Amended | | B | Jun/84 | | 25000 | | 1525001 |
| | Schulich, Seymour Nevada Capital Corporation Ltd. RRSP | | S | -- | | | | 300000 |
| FRASER INC. | Fisher, John P. Stock Purchase Plan Control of Direction | Common | DS | Jun/84 Jun/84 -- | 1 1 1 | 4500 | 4500 | 38869 7625 800 |
| | Zimmerman, Adam H. Indirect Holdings | | DS | Jun/84 | T 1 | 50 | | 10176 |
| | Pezim, Murray | Common | D | Jun/84 | | 8300 | | 48500 |
| | Gaulin, Jean | Common | DS | Jun/84 | | 20753 | | 28710 |
| GEDDES RESOURCES LIMITED | Carter, Michael F. K. L & M Carter Management | Common | DS | Jun/84 -- | 1 | 25000 | | 25000 20000 |
| GEMINI FOOD CORPORATION | 556327 Ontario Limited | Common | B | Jun/84 | | | 7800 | 60945 |
| | Petruchio Holdings Limited | | B | Jun/84 | | 17000 | | 56245 |
| GENERAL AMERICAN TECHNOLOGIES INC. | Griffiths, Anthony F. | Class A | D | Jun/84 | | 8500 | | 8500 |
| GENERAL MOTORS CORPORATION | Collier, David C. Children Trustee | Common | S | Jun/84 -- -- | 1 1 1 | | 6222 | 12757 1976 2107 |
| | Koci, Ludvik F. Trustee | | S | Jun/84 -- | 1 | | 808 | 785 600 |
| | Perot, Henry R. | Securities | D | -- | IR | | | --- |
| | Stone, Robert B. | Common | S | Feb/84 | C | 650 | | 3391 |

| REPORTING ISSUER | INSIDER | SECURITY | REL IN | TRANS DATE | TYPE | BOUGHT OR ACQUIRED | SOLD OR DISPOSED | MONTH-END HOLDINGS |
|---|---|---------------------------------|----------------|------------|------|-----------------------|---------------------|-----------------------|
| GENERAL MOTORS CORPORATION (Continued) | Stone, Robert B. In Trust | Common | S | -- | 1 | | | 60 |
| GEOCRUDE ENERGY INC. | Caisse de depot et placement du Quebec | Common | B Jun/84 | | | 84900 | | 6084900 |
| | Jessiman, Duncan J. RRSP | | D -- Jun/84 | | 1 | 2000 | | 21605 31061 |
| | Progressive Developments Ltd. | | -- | | 1 | | | 279054 |
| | Canterbury Holdings Limited | | -- | | 1 | | | 78772 |
| GLENCAIR RESOURCES INC. | White, Harvey V. RRSP | Common | D -- | | IR | | | 298618 |
| | Jaysonette Properties Limited | | -- | | IR1 | | | 85000 |
| | | | -- | | IR1 | | | 90000 |
| GOLDCORP INVESTMENTS LIMITED | Lum, Hubert J. | Class A warrants Series I | S Jun/84 | | | 5140 | | |
| GOLDEN SPIRIT RESOURCES INC. | Cooper, Murray | Common | Jun/84 | | | | 800 | 5200 |
| | Golla, James I. | | D -- | | IR | | | 1 |
| | Lynnfrank Holdings Inc. | | D -- | | IR | | | 1 |
| | | | B -- Jun/84 | | IR | | 175000 | 175000 |
| | | Preference | -- | | IR | | | 50000 |
| | Perry, Victor H. | Common | D -- | | IR | | | 1 |
| GRAFTON GROUP LIMITED | Estate of George Richard Chater | Preference | B Jun/84 | | | 17000 | | 17000 |
| | Greywinds Investments Limited | | -- | | 1 | | | 120032 |
| | Greywinds Investments Limited | Class A | B Jun/84 | | | 1 | | 1604249 |
| | G.R. Chater Investments Limited | | Jun/84 | | 1 | 156000 | | 156000 |
| | Greywinds Investments Limited | Common | B Jun/84 | | | 2 | | 579626 |
| | G.R. Chater Investments Limited | | Jun/84 | | 1 | 39000 | | 39000 |

| REPORTING ISSUER | INSIDER | SECURITY | REL 'N | TRANS DATE | TYPE | BOUGHT OR ACQUIRED | SOLD OR DISPOSED | MONTH-END HOLDINGS |
|--------------------------------------|--|------------|--------|------------------|----------|-----------------------|---------------------|-----------------------------------|
| GRAFTON GROUP LIMITED (Continued) | Greywinds Investments Limited G.R. Chater Investments Limited | Preference | B | Jun/84 | | 1 | | 100532 |
| | Heaslip, William A. Voting Control | Class A | DSB | -- Jun/84 | 1 | 19500 | | 19500 |
| | Heaslip, William A. Voting Control | Common | DSB | -- Jun/84 | 1 | 2 | | 48000 1760249 |
| | Heaslip, William A. Voting Control | Preference | DSB | -- Jun/84 | 1 | 17001 | | 12000 618626 6000 137032 |
| GREAT PACIFIC INDUSTRIES INC. | Pattison, James A. Jim Pattison Investments Ltd. | Common | DSB | | | | | |
| GREYHOUND COMPUTER OF CANADA LTD. | Maunder, William D. | Capital | DS | Jun/84 | 1 | 14258 | 4000 | 3202062 43550 |
| GROSMONT RESOURCES LTD | Riddell, Clayton H. Paramount Resources Ltd | Common | DB | -- Jun/84 | 1 | 11000 | | 156391 1127446 |
| GUARANTY TRUST COMPANY OF CANADA | Gormley Investments Limited Traders Group Limited | Common | B | Jun/84 | 1 | 342 | | 12070865 |
| GUARDIAN PACIFIC RIM CORPORATION | Guardian Pacific Rim Corporation | Class A | | Jun/84 | | 60300 | | |
| | | | | Jun/84 | R | | 102200 | 60300 |
| GULF CORPORATION | Boyce, Charles A. | Common | S | Jun/84 | E | | 1195 | --- |
| | Chevron Corporation (formerly Standard Oil Company of California) | | B | Jun/84 | | 29252659 | | 165390659 |
| | Goodman, Herbert I. | | S | Jun/84 | E | | 10175 | --- |
| | Hammer, Harold H. | | S | Jun/84 | E | | 20839 | --- |
| | King, William C. | | S | Jun/84 | E | | 430 | --- |
| | Lee, James E. Wife | | S | Jun/84 Jun/84 | E E 1 | | 21495 5944 | --- |
| | McAfee, Jerry | | DS | Apr/84 | E | | 31288 | --- |

| REPORTING ISSUER GULF CORPORATION (Continued) | INSIDER | SECURITY | REL'N | TRANS DATE | TYPE | BOUGHT OR ACQUIRED | SOLD OR DISPOSED | MONTH-END HOLDINGS |
|---|--|----------|-------|--------------------------|------|-----------------------|---------------------|-----------------------|
| | | | | | | | | |
| | Murphy Jr., Samuel W. | Common | S | Jun/84 | E | | 100 | --- |
| | Short, Colin M. | | S | Jun/84 | E | | 192 | --- |
| | Walker III, Edward B. | | DS | Jun/84 | E | | 49699 | --- |
| | Wych, Phillip E. | | S | May/84 | Z | 60 | | |
| | Wyche, Phillip E. | | S | Jun/84 | E | | 3404 | --- |
| HALE RESOURCES LIMITED | Levine, Henry | Common | DS | Jun/84 | | 1000 | | 355000 |
| HAYES-DANA INC. | Newman, Benjamin P. R. Newman Steel Limited | Common | D | -- Jun/84 | 1 | 172 | | 10 16558 |
| HELIX CIRCUITS INC | Needham, Michael J. Retirement Savings Plan M. J. Needham Eterprises | Common | D | May/84 -- | 1 | 6000 | | 6000 12000 |
| | | | | May/84 | 1 | 100 | | 14100 |
| | Needham, Michael J. Retirement Savings Plan M. J. Needham Enterprises In Trust | Warrants | D | May/84 May/84 | 1 | 12000 2000 | | 12000 2000 |
| | Tolnai, Peter | | SI | -- | IR | | | 3100 3000 |
| HUDSON BAY MINES LIMITED, THE | Cooper, Joan E. | Warrants | | Jun/84 | | | 5000 | --- |
| | Cooper, Murray W. | | D | Jun/84 | | | 12500 | --- |
| | David W. Cooper Trust | | | Jun/84 | | | 2500 | --- |
| | McKelvie, Donald | Common | DS | Jun/84 Jun/84 | F | 1000 | 10000 | 64805 |
| HUGHES TOOL COMPANY | Lesch, James R. | Common | S | May/84 | X | 4810 | | 42640 |
| HUSKY OIL LTD. | Jung, Thomas J. | Common | SI | Jun/84 | | | 2000 | 1600 |
| IU INTERNATIONAL CORPORATION | Taylor Jr., Anson W. H. | Common | S | Jun/84 | | | 3300 | 13700 |
| IMASCO LIMITED | Begin, Robert | Common | DI | 1983 Feb/84 Mar/84 | T | 23 380 8 | | 2388 |

| REPORTING ISSUER | INSIDER | SECURITY | REL.'N | TRANS DATE | TYPE | BOUGHT OR ACQUIRED | SOLD OR DISPOSED | MONTH-END HOLDINGS |
|----------------------|--|----------|--------|------------------------|----------------|-----------------------|---------------------|-----------------------|
| | | | | | | | | |
| IMPERIAL OIL LIMITED | Laurentian Mutual Insurance, The Laurentian Fund Inc., The | Common | B | | | | | |
| | | | | Jun/84 | 1 | 200 | 750 | 992659 |
| | | | | Jun/84 | 1 | | | |
| | Akitt, John E. Savings Plan | Class B | S | Jun/84 | T 1 | 6 | | 685 |
| | Beacom, W. E. Savings Plan | | S | -- Jun/84 | T 1 | 5 | | 24 588 |
| | Haynes, Arden R. | Class A | D | Jun/84 | T | 1 | | 107 |
| | Haynes, Arden R. Savings Plan | Class B | D | Jun/84 | T 1 | 34 | | 3864 |
| | Haynes, Arden R. | Options | D | Jun/84 Jun/84 | | 6000 | 6000 | --- |
| | Landry, Robert E. Savings Plan | Class B | S | Jun/84 Jun/84 | T T 1 | 32 11 | | 3616 1224 |
| | Landry, Robert E. | Options | S | Jun/84 Jun/84 | | 2840 | 2840 | --- |
| INEXCO OIL COMPANY | Lougheed, Donald D. Savings Plan | Class B | DI | Jun/84 Jun/84 | T T 1 | 36 62 | | 4039 6928 |
| | McIvor, Donald K. Savings Plan | | D | Jun/84 Jun/84 | T T 1 | 42 11 | | 4717 1323 |
| | Peterson, Robert B. Savings Plan | | DI | -- Jun/84 | T 1 | 7 | | 103 798 |
| | Rogers, George A. Savings Plan | | S | Jun/84 Jun/84 | T T 1 | 1 5 | | 116 581 |
| | Sande, William N. Savings Plan | Class A | S | Jun/84 | T 1 | 136 | | 1482 |
| | Wilkinson, Raymond A. F. Savings Plan | Class B | SI | Jun/84 -- | T 1 | 5 | | 93 646 |
| | Willmond, Gordon J. Savings Plan | | SI | -- Jun/84 Jun/84 | T 1 T 1 | 4 11 | | 481 1266 |
| | August, Michael J. | Common | DS | Jun/84 | G | | 1000 | |
| | | | | | | | | |
| | | | | | | | | |

| REPORTING ISSUER INEXCO OIL COMPANY (Continued) | INSIDER | SECURITY | REL'N | TRANS DATE | TYPE | BOUGHT OR | | SOLD OR | | MONTH-END HOLDINGS |
|---|---|---------------|-------|----------------------------------|-------------|--------------|----------|----------|----------|-----------------------|
| | | | | | | ACQUIRED | DISPOSED | DISPOSED | DISPOSED | |
| | August, Michael J. | Common | DS | Jun/84 | | | | 2000 | | 59000 |
| INLAND NATURAL GAS CO. LTD. | Hylan, J. Norman | 5% Preference | D | Jun/84 | | | | 400 | | --- |
| INTERNATIONAL BUSINESS MACHINES CORPORATION | Eggleston, William W. | Capital | S | Jun/84 | C | 1129 | | | | 12592 |
| | Estridge, Philip D. | | S | Jun/84 | C | 903 | | | | 2087 |
| | Evangelista, Donato A. Daughter | | S | Jun/84 -- | C I | 1129 | | | | 2200 130 |
| | Grabe, William O. | Common | S | Jun/84 Jun/84 | C | 903 | | 600 | | 3434 |
| | Grady, John H. Child | Capital | S | Jul/84 -- | G I | | | 20 | | 6791 320 |
| | Kofmehl, Paul J. | | S | Jun/84 | C | 1129 | | | | 5869 |
| | Rizzo, Paul J. Wife | | S | Jun/84 -- | C I | 2935 | | | | 30137 1580 |
| | Rodgers, Francis G. Wife | | | Jul/84 Jul/84 -- | X I | 6619 | | 1682 | | 14887 252 |
| | Rogers Jr., Clarence B. | | S | Jun/84 Jun/84 Jun/84 -- | C X I | 2032 1557 | | | | |
| | Children | | | | | | | 1643 | | 25264 376 |
| | Schwartz, Stephen B. | | S | Jun/84 | C | 903 | | | | 4089 |
| INTERNATIONAL THOMSON ORGANISATION LIMITED | Campbell, Phyllis A. | Common | DI | Jun/84 | V | 12201 | | | | 24402 |
| | Croft, Ian D. | | DISI | Jun/84 | V | 500 | | | | 1000 |
| | DesLauriers, William J. | | D | Jun/84 | V | 1000 | | | | 2000 |
| | Medland, Charles E. Wife | | D | Jun/84 Jun/84 | V V I | 10000 500 | | | | 20000 1000 |
| | Thomson Equitable Corporation Limited TECL Holdings Limited | | B | Jun/84 | V | 25227873 | | | | 50455746 |
| | | | | Jun/84 | V I | 19639423 | | | | 39278846 |

| REPORTING ISSUER | INSIDER | SECURITY | REL'N | TRANS DATE | TYPE | BOUGHT OR ACQUIRED | SOLD OR DISPOSED | MONTH-END HOLDINGS |
|--|---|----------|-------|------------------|------------|-----------------------|---------------------|-----------------------|
| INTERNATIONAL THOMSON ORGANISATION LIMITED (Continued) | Thomson Equitable Corporation Limited Thomson West Indies Holdings Limited | Common | B | Jun/84 | V 1 | 740547 | | 1481094 |
| | Thomson, Kenneth R. Woodbridge Company Ltd., The | | DSB | Jun/84 | V 1 | 61869190 | | 123738380 |
| INTERPROVINCIAL PIPE LINE LIMITED | Blaine, Lawrence W. | Option | S | Jun/84 | | 4000 | | 4000 |
| | Sheasby, Edward G. | | S | Jun/84 | | 4000 | | 4000 |
| | Trustwell, Derek P. Saving Plan | Common | S | Jun/84 -- | 1 | 1 | | 70 300 |
| | | Option | | Jun/84 | 1 | 800 | | 800 |
| ISLAND TELEPHONE COMPANY LIMITED, THE | Fraser, Charles J. | Common | D | Jun/84 | T | 54 | | 2601 |
| | Leavitt, Herbert C. | | D | Jun/84 | T | 9 | | 443 |
| | MacLeod, J. Norman | | D | Jun/84 | | 1700 | | 1800 |
| JAMIE FRONTIER RESOURCES INC. | Low, John H. | Common | D | -- | IR | | | 19500 |
| KEY LAKE EXPLORATIONS LIMITED | Canamax Resources Inc. | Common | B | -- | IR | | | 872368 |
| LA VERENDRYE MANAGEMENT CORPORATION | Caisse de depot et placement du Quebec Vanasse, Leo | Class A | B | Jun/84 | | | 1500 | 265021 |
| JOHN LABATT LIMITED | Freeman, Graham P. M. Executive Share Option Plan | Common | DI | -- | IR1 | | | 20000 |
| | Graydon, Alexander S. Grayalex Investments | | D | -- Jun/84 | 1 | | 2000 | 260 16000 |
| LAFARGE CORPORATION | Lafarge Coppee * Lafarge Holdings Cie Coppee De Dev Ind. | Common | B | Jun/84 Jun/84 | T 1 T 1 | 81553 12 | | 18586713 4317 |
| LOBLAW COMPANIES LIMITED | Farrell, James H. | Common | S | -- | IR | | | 100 |

| REPORTING ISSUER LOBLAW COMPANIES LIMITED (Continued) | INSIDER Shipton, John K. | SECURITY Common | REL'N DI | TRANS DATE Jun/84 | TYPE | BOUGHT OR ACQUIRED | SOLD OR DISPOSED | MONTH-END HOLDINGS |
|---|---|-----------------------|-------------|-------------------------|------|-----------------------|---------------------|-----------------------|
| | | | | | | | | |
| | IRSP wife | | | -- | 1 | 3150 | | 6300 |
| | | | | -- | 1 | | | 600 |
| | | | | -- | | | | 600 |
| LONDON SILVER CORPORATION | Schaffer, Michael Indirect Holdings | Common | DS | Jun/84 | 1 | | 15000 | 37500 116300 |
| LUXOR EXPLORATION INC. | Pegg, Charles W. | Common | DSB | Jun/84 | | | 5000 | 518873 |
| MDS HEALTH GROUP LIMITED | MDS Deferred Profit Sharing Plan DPSP | Class A | K | | | | | |
| | | | | May/84 | 1 | 1916 | | |
| | | | | Jun/84 | 1 | 12700 | | 867193 |
| MACMILLAN BLOEDEL LIMITED | Knudsen, Conrad C. | Class B | | Jun/84 | 1 | 8000 | | 220348 |
| MAPLEX MANAGEMENT & HOLDINGS LIMITED | Tidball, George M. Cairn Capital Inc. | Common | S | Jun/84 | T | 25 | | 1290 |
| | | | D | -- | IR | | | 500 |
| | | Class A | B | Jun/84 | | 1011 | | 322211 |
| MARKS & SPENCER CANADA INC. | Rayner, Lord Stock Option Plan | Class B | | Jun/84 | | 11 | | 322751 |
| | | Common | DS | Jun/84 | V | 256 | | 512 |
| | | | | Jun/84 | 1 | 3488 | | 3488 |
| MAYNARD ENERGY INC | Hodgins, Warren F. Trust | Common | S | Feb/84 | | 1850 | | 4350 |
| | Share Purchase Plan | | | -- | 1 | | | 7500 |
| | | | | -- | 1 | | | 30000 |
| MILLERS COVE RESOURCES INC. | Ford II, Walter B. | Common | B | -- | IR | | | 1934736 |
| MELCOR DEVELOPMENTS LTD. | Holmes, William G. | Common | DS | Jun/84 | | | 2000 | 15540 |
| MENTOR EXPLORATION & DEVELOPMENT CO. LIMITED | Agnico-Eagle Mines Limited | Common | B | Jun/84 | | 16400 | | 1357500 |
| MERCANTILE BANK OF CANADA, THE | Perron, Michel | Common | D | Jun/84 | | | 10000 | 11900 |
| | Indirect Holdings | | | Jun/84 | 1 | | 5000 | --- |
| MESA PETROLEUM CO. | Madden Jr., Wales H. wife | Common | D | Jun/84 | | 2000 | | 349000 23000 |
| MESTON LAKE RESOURCES INC. | Pelletier, Gaston | Subordinate Voting | D | -- | IR | | | 17000 |

| REPORTING ISSUER | INSIDER | SECURITY | REL 'N | TRANS DATE | TYPE | BOUGHT OR ACQUIRED | SOLD OR DISPOSED | MONTH-END HOLDINGS |
|---|---|-----------------------|--------|------------------------|-------------|-----------------------|---------------------|------------------------|
| MESTON LAKE RESOURCES INC. (Continued) | Pelietier, Gaston Korges Inc. | Subordinate Voting | D | -- | IR1 | | | 2000 |
| MIDLAND DOHERTY FINANCIAL CORPORATION | Brosseau, Henri | Common | S | Jul/84 | | | 1000 | 9000 |
| | Dalton, Peter F. | | DS | Jun/84 | | | 1651 | --- |
| | Lavers, Robert H. RSP | | S | Jun/84 Jun/84 | 1 | 2900 | 2900 | 600 2900 |
| | Mason, Tim B. | | S | Jul/84 | | | 3000 | 10851 |
| | Sibthorpe, Robert A. | | S | Jul/84 | | | 9000 | 4034 |
| MONENCO LIMITED | Murchison, Murdo | Common | SI | Jun/84 | | | 1000 | 14062 |
| MORGAN HYDROCARBONS INC | Holton, Norman W. Indirect Holdings | Common | S | Jun/84 -- | 1 | 109 | | 5586 24 |
| | Lawson, James E. | | S | Jun/84 | | 98 | | 1068 |
| | McPherson, A. Neil | | S | Jun/84 | | 88 | | 1219 |
| | Shepherd, Donald W. | | S | Jun/84 | | 122 | | 3335 |
| MUSCOCHO EXPLORATIONS LIMITED | McAdam, John | Common | DS | Jun/84 | | | 5000 | 138461 |
| NABU NETWORK CORPORATION | Esch Jr., Arthur G. 107237 Canada Limited Joint Account | Common | D | Apr/84 Jul/84 -- | 1 1 1 | 9000 | 30 | 33470 9000 50000 |
| | Esch Jr., Arthur G. | Option | D | Jun/84 | | 50000 | | 50000 |
| | McArthur, John A. | Rights | | Jun/84 | | 150000 | | 150000 |
| | O'Brien, Roy E. | Option | DS | Jun/84 | | 250000 | | 250000 |
| | Wheeler, Thomas E. | Common | D | -- | IR | | | 3000 |
| | Dawson, Kenneth L. wife | Securities | D | -- | IR | | | --- |
| NATIONAL BANK OF CANADA | Charpentier, Joseph A. | Common | S | Jun/84 | 1 | | 3000 | 1400 |
| NATIONAL RESOURCE EXPLORATIONS LTD. | | Common | DS | Jun/84 | | 350 | | 247775 |

| REPORTING ISSUER | INSIDER | SECURITY | REL 'N | TRANS DATE | TYPE | BOUGHT OR ACQUIRED | SOLD OR DISPOSED | MONTH-END HOLDINGS |
|--|---------------------------------|-----------------------------------|----------|------------------|------------|-----------------------|---------------------|-----------------------|
| | | | | | | | | |
| NEW BRUNSWICK TELEPHONE CO. LTD., THE | Coombs, James A. | Common | S | Jun/84 | | | 1000 | 7800 |
| NEW CAMPBELL ISLAND MINES LIMITED | McCain, Andrew H. | | D | Jun/84 | | 1000 | | 6286 |
| | Chua, Jess H. | Common | D | Mar/84 | | 62500 | | 62500 |
| | Tirkanits, Clara M. | | D | Feb/84 | | 10000 | | 10000 |
| | Tirkanits, Nicholas M. | | DS | Feb/84 | | 10000 | | 10000 |
| | Tirkanits, Thomas A. | | DS | Feb/84 | | 60000 | | 60000 |
| NORANDA INC. | Balogh, Alexander G. | Common | S | Jun/84 | | 352 | | 13026 |
| | Bone, Bruce C. | | S | Jun/84 | | 283 | | 10632 |
| | Corlett, Gary H. | | S | Jun/84 | | 283 | | 2526 |
| | Ford, Donald H. | | S | Jun/84 | | 452 | | 17891 |
| | Fowler, Peter L. | | S | Jun/84 | | 353 | | 12044 |
| | Grose, B. Harrison | | S | Jun/84 | | 213 | | 3151 |
| | Marcoux, Camille | | S | Jun/84 Jun/84 | T | 283 70 | | 12067 |
| | Stubbington, Warren E. | | S | Jun/84 | | 283 | | 10527 |
| | White, John C. | | S | Jun/84 | | 352 | | 9009 |
| | Bell Canada Enterprises Inc. | Common | B | Jun/84 | T | 141634 | | 59721497 |
| NORTHERN TELECOM LIMITED | Walker, John F. | Common | D | -- | IR | | | 13482 |
| | Spouse Other Indirect | | -- -- | | IRI IRI | | | 6100 4900 |
| NOVA, AN ALBERTA CORPORATION | Befus, Terence N. | Common | D | Jun/84 | | | 1000 | 15173 |
| NU-WEST GROUP LIMITED | Allarco Group Ltd. | 11 1/2% Sinking Fund Debenture | | Jun/84 | | \$5535000 | | \$5535000 |
| | Allsopp, Harold R. | Class A | SI | Jun/84 | | | 7100 | 1575 |

| REPORTING ISSUER | INSIDER | SECURITY | REL'N | TRANS DATE | TYPE | BOUGHT OR ACQUIRED | SOLD OR DISPOSED | MONTH-END HOLDINGS |
|--------------------------------------|---|------------------|--------|------------------|------|-----------------------|---------------------|-----------------------|
| NU-WEST GROUP LIMITED (Continued) | Allsopp, Harold R. RRSP | Class A | SI | -- | 1 | | | 1669 |
| | Allsopp, Harold R. Profit Sharing Plan RRSP | Class C | SI | Jun/84 | | 15500 | | 26996 4357 83 |
| | Kirkland, James T. | Common | D | -- | IR | | | 1000 |
| NUFORT RESOURCES INC. | McGrath, Denis P. Nominee | Common | DSB | Jun/84 | 1 | | 11500 | 401500 |
| O'TOOLE'S FOOD CORPORATION | Nickle, Carl O. | Class A | D | Jun/84 Jun/84 | E | 36367 1200 | | 482417 |
| OAKWOOD PETROLEUMS LTD. | | Warrants | | Jun/84 | E | 12121 | | 158205 |
| | Oakwood Petroleums Ltd. | Class A | | Jun/84 | | 5900 | | 54300 |
| | | Pref. B | | Jun/84 | R | | 5800 | 13450 |
| | | Warrants | | Jun/84 | | 200 | | 14800 |
| OCCIDENTAL PETROLEUM CORPORATION | Abboud, A. Robert Thrift Plan | Common | DS | Jun/84 | X | 23334 | | 62750 |
| | Gore, Albert A. Thrift Plan | | | -- | 1 | | | 10084 |
| | | | D DISI | May/84 | X | 1527 | | 16946 12411 |
| | Jenkins, Thomas D. | \$2.50 Preferred | S | Jun/84 | | | 1000 | --- |
| | Shockley, Roger P. Thrift Plan | Common | S | Jun/84 | X | 574 | | 674 2964 |
| | Stern, Gerald M. | | S | Jun/84 | | | 1450 | --- |
| OMEGA HYDROCARBONS LTD | Omega Hydrocarbons Ltd. | Common | | Jun/84 | | 112200 | | 378100 |
| OSLER BLUFF SKI CLUB LIMITED, THE | Bryce, Peter E. | Class B | D | -- | IR | | | 1 |
| | Franklin, Robert M. | | DS | Dec/83 Mar/84 | | 10 9 | | 19 |
| | Gorrie, Robert G. | Class A | DS | Jun/84 | | 19 | | 19 |
| | Knowles, James H. | | D | -- | IR | | | 19 |

| REPORTING ISSUER | INSIDER | SECURITY | REL 'N | TRANS DATE | TYPE | BOUGHT OR ACQUIRED | SOLD OR DISPOSED | MONTH-END HOLDINGS |
|---|--|------------------------|--------|------------------|------|-----------------------|---------------------|-----------------------|
| | | Class B | D | -- | IR | | | 1 |
| OSLER BLUFF SKI CLUB LIMITED, THE (Continued) | Knowles, James H. | | | | | | | |
| PARKLAND INDUSTRIES LTD. | Magwood, Charles J. | | D | -- | IR | | | 1 |
| PETROLANTIC RESOURCES INC. | Lawrence, Terrance D. RRSP | Common | DS | Jun/84 | | | 1000 | 123541 4792 |
| PLACE GAS & OIL COMPANY LIMITED | McLauchlin, William J. | Common | DSB | Jun/84 | | | 4000 | 713504 |
| PLEXUS RESOURCES CORPORATION | Smith, Clifford R. J. | Common | DS | Jun/84 | | 3100 | | 158903 |
| POTASH COMPANY OF AMERICA INC. Inc. | Lenton, Wayne D. | Common | D | -- | IR | | | 15139 |
| PRINCIPAL NEO-TECH INC. | Ideal Basic Industries Marlin, Kenneth N. | Common | B | -- | IR | | | 10000000 |
| PROVIGO INC. | Nicholson, Virginia S. | Non-Voting Series A | D | Jun/84 | | 1900 | | 12300 |
| PUISSANCE CORPORATION | Caisse de depot et placement du Quebec | Class A | D | -- | IR | | | 100 |
| QUAKER OATS COMPANY, THE | Provost, Rene | Common | B | Jun/84 | | 200000 | | 5406453 |
| QUEBEC-TELEPHONE | Larson, Tom | Debenture | | Jun/84 | | \$20000000 | | \$20000000 |
| REICHOLD LIMITED | GTE Corporation Anglo-Canadian Tel. Co. | Common | S | Jul/84 | | 1000 | | 180606 |
| REGIONAL RESOURCES LTD. | Syal, Verinder K. | Common | DS | Jun/84 Jun/84 | X | 136637 | 100000 | 136637 |
| | Caisse de depot et placement du Quebec | Common | S | Jun/84 | | 200 | | 200 |
| | Curtis, Glenn H. Trustee | Debenture | B | Jun/84 | | \$3000000 | | \$5065000 |
| | Hanna, Kenneth G. Tara Investments Ltd. | Common | B | Jul/84 | T 1 | 51841 | | 2504302 |
| | Harisine, Owen S. | Common | D | Jun/84 Jun/84 | 1 | 300 300 | | 600 500 |
| | | Common | S | Jul/84 Jul/84 | 1 | | 40000 10000 | 64050 29000 |
| | | Common | D | Jul/84 | | | 40000 | 57675 |

| REPORTING ISSUER | INSIDER | SECURITY | REL 'N | TRANS DATE | TYPE | BOUGHT OR ACQUIRED | SOLD OR DISPOSED | MONTH-END HOLDINGS |
|--|---|-----------|--------|------------|------|-----------------------|---------------------|-----------------------|
| REGIONAL RESOURCES LTD. (Continued) | Olmstead, Garth | Common | D | Jul/84 | | | 20000 | 31662 |
| | Garth Olmstead Ltd. | | | -- | 1 | | | 1000 |
| | Stollery, John W. J.W.S. Investments Ltd. Stollery Engineering Ltd. | | DS | Jul/84 | 1 | | 50000 | --- |
| | | | | Jul/84 | 1 | | 40000 | 110000 |
| ROCKWELL INTERNATIONAL CORPORATION | Rockwell Jr., Willard F. | Common | D | Jun/84 | | | 2000 | 11408 |
| | Walker, Martin D. | | DS | Jul/84 | G | | 120 | 53785 |
| ROGERS CABLESYSTEMS INC. | Rogers, Edward E. Rogers Telecommunicat- ions Limited RCI Cablesystems Holdings Limited | Class A | DSB | Jun/84 | 1 | 15000 | | 106700 |
| | | | | -- | 1 | | | 330000 |
| | Rogers Telecommunicat- ions Limited RCI Cablesystems Holdings Limited | Class B | | Jun/84 | 1 | | 15000 | 1309932 |
| | | | | -- | 1 | | | 4155234 |
| ROYAL BANK OF CANADA, THE | Bernard, Rolland G. | Common | S | Jun/84 | | 132 | | 1578 |
| | Grosland, Emery L. Royal Bank of Canada, The | | S | -- | | | | 42 |
| | | | | Mar/84 | 1 | 341 | | 341 |
| | Stewart, Hugh C. Son | | S | Jun/84 | 1 | | 1096 | 5176 |
| ROYEX GOLD MINING CORPORATION | Strasser, J. Gordon | Common | S | Jul/84 | E | 701 | | 701 |
| | | Preferred | | Jul/84 | E | 233 | | 233 |
| SCINTILORE EXPLORATIONS LIMITED | Dubuc, Gilles | Common | D | Mar/84 | | | 13500 | |
| | | | | May/84 | | | 10000 | |
| | | | | Jun/84 | | | 46300 | 20000 |
| SHAW CABLESYSTEMS LTD. | Shaw, Leslie E. Amended L.E. Shaw Investments Limited | Class A | DB | -- | | | | 320100 |
| | | | | May/84 | 1 | 400 | | |

| REPORTING ISSUER | INSIDER | SECURITY | REL 'N | TRANS DATE | TYPE | BOUGHT OR ACQUIRED | SOLD OR DISPOSED | MONTH-END HOLDINGS |
|---|--|---|--------|------------|------|--------------------|------------------|--------------------|
| SHAW CABLESYSTEMS LTD. (Continued) | Shaw, Leslie E. Amended L.E. Shaw Investments Limited Four-J Investments Limited James R. Shaw Securities Limited | Class A | DB | | | | | |
| | | | | Jun/84 | 1 | 600 | | 129300 |
| | | | | -- | 1 | | | 14000 |
| | | | | -- | 1 | | | 130000 |
| SILVER CENTURY EXPLORATIONS LTD. | Sheriff, Ernest * Tower Financial Corporation Limited | Common | DB | | | | | |
| | | | | Jan/84 | 1 | 203000 | | 203000 |
| | | Preference | | Jan/84 | 1 | 400000 | | 400000 |
| | Sheriff, Norman B. * Tower Financial Corporation Limited | Common | B | | | | | |
| | | | | Jan/84 | 1 | | 203000 | --- |
| | | Preference | | Jan/84 | 1 | | 400000 | --- |
| SOUTHAM INC. | Balfour, St. Clair Berriedale Ltd. | Common | DS | Jun/84 | 1 | 1691 | | 205749 |
| | Southam, G. Hamilton Haso | | DI | Jun/84 | 1 | 1242 | | |
| | | | | Jun/84 | 1 | | 1200 | 149957 |
| | Gohaso | | | Jun/84 | 1 | 289 | | |
| | | | | Jun/84 | 1 | | 300 | 34940 |
| SOUTHERN EAGLE PETROLEUM INC. | Cooper, Murray | Common | DS | -- | IR | | | 1 |
| | McFadyen, Marilyn VTL Venture Equities Ltd. | | D | -- | IR | | | 1 |
| | | Special | | -- | IR1 | | | 100000 |
| | | | | -- | IR1 | | | 500000 |
| | Perry, Victor H. | Common | DS | -- | IR | | | 1 |
| SPRUCE FALLS POWER AND PAPER COMPANY, LIMITED | Spruce Falls Power and Paper Company, Limited | 9-1/4% Deb. Series A, due March 1, 1994 | | May/84 | | \$61000 | | |
| | | | | Jun/84 | R | | \$61000 | --- |
| STANDARD OIL COMPANY OF CALIFORNIA | Cozad, James W. Family | Common | DS | Jun/84 | X | 7290 | | 31121 |
| | | | | -- | 1 | | | 3300 |

| REPORTING ISSUER | INSIDER | SECURITY | REL 'N | TRANS DATE | TYPE | BOUGHT OR SOLD OR | | MONTH-END |
|--------------------------------|---|--------------|--------|--------------------|--------|-------------------|---------------|--------------------|
| | | | | | | ACQUIRED | DISPOSED | HOLDINGS |
| STANFORD RESOURCES LIMITED | Shapers, Edward L. | Common | D | Jun/84 Jul/84 | | | 8000 11000 | 50225 |
| SUDBURY CONTACT MINES LIMITED | Mentor Exploration and Development Co., Limited | Common | B | Jun/84 | | 12000 | | 2656982 |
| SYDNEY DEVELOPMENT CORPORATION | Roberts, Peter W. | Common | S | May/84 May/84 | | 4876 | 1500 | 11589 |
| TECK CORPORATION | Guminski, John A. | Class B | S | Jun/84 | X | 1580 | | 6580 |
| | Hallbauer, Robert E. | | DS | Jun/84 | X | 10153 | | 45253 |
| | Shipley, George R. | | S | Jun/84 | X | 904 | | 3904 |
| | Steeves, Keith E. | | DS | Jun/84 | X | 4516 | | 25516 |
| | Taylor, John G. | | S | Jun/84 | X | 904 | | 4904 |
| | Thompson, David A. | | DS | Jun/84 | X | 10153 | | 45153 |
| | Wright, Robert J. | | DS | Jun/84 | X | 2709 | | 14359 |
| TENNECO INC. | Meyer, M. W. Thrift Plan | Common | S | Jun/84 | 1 | 175 | | 7236 |
| | Miller, Robert H. Thrift Plan | | S | -- Jun/84 | 1 | 127 | | 771 4812 |
| | Robinson, Richard A. Wife | | S | -- Jun/84 -- | 1 | 111 | | 362 3940 300 |
| | Sisco, Joseph J. Dividend Reinvestment Service | | D | -- Jun/84 | 1 | 120 | | 1350 1205 |
| | Sitter, William H. Thrift Plan | | S | Jun/84 | 1 | 84 | | 1898 |
| TEXACO CANADA INC. | Morrison, J. Lee | Common | DS | Apr/84 Jun/84 | C | 2110 10198 | | 12308 |
| TEXAS EASTERN CORPORATION | Bufkin, I. D. Stock Purchase Plan | Common | DS | Jun/84 -- | T 1 | 326 | | 19920 10102 |
| THOMSON NEWSPAPERS LIMITED | Thomson Newspapers Limited | 6 3/4% Pref. | | Mar/84 | | 1000 | | |

| REPORTING ISSUER | INSIDER | SECURITY | REL 'N | TRANS DATE | TYPE | BOUGHT OR ACQUIRED | SOLD OR DISPOSED | MONTH-END HOLDINGS |
|---|---|-------------------------------|--------|------------|------|--------------------|------------------|--------------------|
| (Continued) | | 6 3/4% Pref. | | Mar/84 | R | | 1000 | --- |
| THOMSON NEWSPAPERS LIMITED | Thomson Newspapers Limited | | | Apr/84 | | 400 | | |
| | | | | Apr/84 | R | | 400 | --- |
| | | | | May/84 | | 1400 | | |
| | | | | May/84 | R | | 1400 | --- |
| | | | | Jun/84 | | 300 | | |
| | | | | Jun/84 | R | | 300 | --- |
| | | Class A | | Jun/84 | | 20000 | | |
| | | | | Jun/84 | R | | 20000 | --- |
| TORONTO-DOMINION BANK | Bentall, Harold C. Stock Dividend Plan | Common | D | Jun/84 | F | 301 | | 22207 |
| | | | | -- | I | | | 673 |
| | Hudson, James F. | | S | Jun/84 | F | 23 | | 1746 |
| | Kissick, William N. | | D | Dec/83 | F | 107 | | 8249 |
| TORONTO SUN PUBLISHING CORPORATION, THE | RMJ Investments Ltd. Indirect Holding | Common | S | -- | IR1 | | | 1660 |
| TORONTO CREDITS LIMITED | Hudson's Bay Company Indirect Holdings | Common | B | Jul/84 | | | 7 | 92145 |
| | | | | -- | I | | | 25000 |
| TRANS MOUNTAIN PIPE LINE COMPANY LTD | Lockwood, Ernest J. | Common | S | -- | | | | 353 |
| | Wood Gundy Limited | | | Jun/84 | I | 75 | | 253 |
| TRANSALTA UTILITIES CORPORATION | McKinnon, Francis A. R. RRSP | Common | S | Jul/84 | | 31 | | 1298 |
| TRANSCANADA PIPELINES LIMITED | Jones, Robert H. Thebob Investments Corp | Common | | Apr/84 | I | | 22 | 33 |
| | | | D | Feb/84 | V | 500 | | 1000 |
| | | | | Feb/84 | V I | 1165 | | 2330 |
| TRANSALTA RESOURCES CORPORATION | TransAlta Utilities Corporation Amended | \$1.40 Conv. 2nd Preferred | B | Jun/84 | E | | 4587 | 294718 |
| | | Common | | Jun/84 | E | 4587 | | 8731658 |
| TREASURE VALLEY EXPLORATIONS LTD | Lees, Charles N. | Common | D | Jun/84 | | 5000 | | 107500 |
| | Indirect Holdings | | | -- | I | | | 1060024 |
| TRILLIUM TELEPHONE SYSTEMS INC | Neathway, Graham A. Indirect Holdings | Special | DS | -- | | | | 2000 |
| | | | | Jun/84 | I | 1000 | | 2000 |

| REPORTING ISSUER | INSIDER | SECURITY | REL'N | TRANS DATE | TYPE | BOUGHT OR | | SOLD OR | | MONTH-END HOLDINGS |
|------------------------------|--|-----------|-------|------------|------|-----------|----------|----------|----------|--------------------|
| | | | | | | ACQUIRED | DISPOSED | DISPOSED | DISPOSED | |
| TRILGY RESOURCES CORPORATION | Copeland, Donald B. | Common | DS | Apr/84 | | | | 500 | | 37441 |
| | Clear Springs Resources Management Limited | | | Apr/84 | 1 | | | 2700 | | 181085 |
| TRIMAC LIMITED | Brink, Antonie V. | Common | DS | Jun/84 | T | 22000 | | | | 1122000 |
| | 281161 Alberta Ltd. | | | Jun/84 | T 1 | 2000 | | | | 102000 |
| | Jackson, Donald K. | | DSI | Jun/84 | T | 4447 | | | | 226840 |
| | Parkview Holdings Ltd. | | | Jun/84 | T 1 | 284 | | | | 14484 |
| | McGeachy, D.D.C. | | D | Jun/84 | 1 | 3600 | | | | 183600 |
| | Nehako Investments Ltd | | | | | | | | | |
| TRIZEC CORPORATION LTD. | Grossman, Mitchell | Class A | S | Jun/84 | 1 | | | 250 | | 16250 |
| | Moncal & Co. | | | | | | | | | |
| | | Class B | | Jun/84 | 1 | | | 250 | | 16250 |
| | | Jr. Pref. | | Jun/84 | 1 | | | 25 | | 1625 |
| | Sardachuk, Edmund | Class A | DS | Jul/84 | G | | | 55880 | | --- |
| | Moncal & Co. | | -- | -- | 1 | | | | | 87500 |
| | PDB Investments | | -- | -- | 1 | | | | | 126330 |
| | Sardachuk, Edmund | Class B | DS | Jul/84 | G | | | 55880 | | --- |
| | Moncal & Co. | | -- | -- | 1 | | | | | 87500 |
| | PDB Investments | | -- | -- | 1 | | | | | 126330 |
| TUDOR ENERGY CORPORATION | 301045 Alberta Ltd. | Common | | Jun/84 | | 15400 | | | | |
| | | | | Jun/84 | | | | 4000 | | |
| | | | | Jun/84 | G | | | 88700 | | 8900 |
| TUT ENTERPRISES INC | Meinzer, Gerhard E. | Common | D | Jun/84 | | 100000 | | | | 112000 |
| ULSTER PETROLEUMS LTD. | Ulster Petroleum Ltd. | Common | | Jun/84 | R | 20000 | | 20000 | | --- |
| | | | | Jun/84 | | | | | | |
| ULTRAMAR CANADA INC | Elton, David O. | Ordinary | D | Jun/84 | | 40000 | | 40000 | | 5032 |
| | | | | Jun/84 | | | | | | |
| | Lorbeer, Arnold | | D | -- | | | | | | 5512 |
| | American Depository Receipts | | | Jun/84 | 1 | 120000 | | | | 559580 |
| UNICAN SECURITY SYSTEMS LTD. | Switzer, Jack L. | Common | D | May/84 | | | | 10000 | | 13600 |
| | | | | | | | | | | |

| REPORTING ISSUER | INSIDER | SECURITY | REL.'N | TRANS DATE | TYPE | BOUGHT OR ACQUIRED | SOLD OR DISPOSED | MONTH-END HOLDINGS |
|--|---|-----------------|--------|------------------|------|-----------------------|---------------------|-----------------------|
| UNICAN SECURITY SYSTEMS LTD. (Continued) | Switzer, Jack L. Jamor Ltd. | Common | D | -- | 1 | | | 51200 |
| | Unican Security Systems Ltd. | | | Jun/84 | | 22900 | | |
| | | | | Jun/84 Jun/84 | | 8200 | | 4200 |
| UNICORP RESOURCES LTD. | Unicorp Canada Corporation | Class A | B | -- | IR | | | 8987997 |
| | | Class B | | -- | IR | | | 8987997 |
| | | First Preferred | | -- | IR | | | 318207 |
| UNION CARBIDE CANADA LIMITED | Canada Permanent Trust Company Trustee | Common | | | | | | |
| | | | | Jun/84 | 1 | | 1482 | 63105 |
| UNION CARBIDE CORPORATION | Hart, A. Sherburne | Common | S | Jun/84 | | | 2700 | 2153 |
| | Stephenson, J. Clayton wife | | S | -- Jun/84 | 1 | | 100 | 1800 --- |
| UNION GAS LIMITED | O'Neill, Michael J. | Option | S | Jun/84 | | 7500 | | 7500 |
| UNITED CORPORATIONS LIMITED | E-L Financial Corporation Limited E-L Investment Management Ltd. Empire Life Insurance Company Dominion of Canada- General Acc. Dominion of Canada- Life Acc. Casualty Company of Canada | Common | B | May/84 | T | 29529 | | 324824 |
| | | | | May/84 | T 1 | 2988 | | 32870 |
| | | | | May/84 | T 1 | 43913 | | 483043 |
| | | | | May/84 | T 1 | 89895 | | 988848 |
| | | | | May/84 | T 1 | 21808 | | 239895 |
| | | | | May/84 | T 1 | 1994 | | 21924 |
| VEDRON LIMITED | La Prairie, Leon F. | Common | DS | Jun/84 Jun/84 | | 1000 | 8500 | 133400 |
| VICTORIA AND GREY TRUST COMPANY | Frastacky, Rudolf V. | Common | D | Jun/84 | | 235 | | 21770 |
| | Victoria and Grey Trustco Limited | | B | Jun/84 | E | 3 | | 9101103 |

| REPORTING ISSUER | INSIDER | SECURITY | REL 'N | TRANS DATE | TYPE | BOUGHT OR ACQUIRED | SOLD OR DISPOSED | MONTH-END HOLDINGS |
|--|---|---------------------|--------|------------|------|--------------------|------------------|--------------------|
| VICTORIA AND GREY TRUSTCO LIMITED | E-L Financial Corporation Limited | Common | B | Jun/84 | T | 2418 | | 223564 |
| | Dominion of Canada-Life A/C | | | Jun/84 | T 1 | 8049 | | 744050 |
| | Dominion of Canada-General A/C | | | Jun/84 | T 1 | 15230 | | 1407734 |
| | Empire Life Insurance Company | | | Jun/84 | T 1 | 35908 | | 3318931 |
| | Casualty Company of Canada | | | Jun/84 | T 1 | 4135 | | 382259 |
| | Thomson, George G. Dividend Reinvestment Plan | Common A | D | | | | | |
| | | | | Jun/84 | 1 | 37 | | 875 |
| WALWYN INC | Davis, David | Common | SI | Jul/84 | | 126 | | 336 |
| | Ferguson, Jan K. | | S | -- | IR | | | 378 |
| | Gibb, Gilbert G. | | DS | Jul/84 | | 1596 | | 166597 |
| | Gustajtis, K. Andrew | Series A Preference | SI | -- | IR | | | 2000 |
| | Hodgins, A. John | Common | SI | Jul/84 | | 4777 | | 30777 |
| | | Series A Preference | | Jun/84 | | 2000 | | 2000 |
| | Knudsen, Brian W. | Common | SI | Jul/84 | | 1508 | | 34508 |
| | | Series A Preference | | Jun/84 | | 2000 | | 2000 |
| | Lager, David A. | Series A Pfd | DISI | Jun/84 | | 2000 | | 2000 |
| | Reid, Alexander D.G. | Common | SI | Jul/84 | | 630 | | 3130 |
| | | Series A Pfd | | Jun/84 | | 2000 | | 2000 |
| | Speck, John R. | Common | SI | Jul/84 | | 243 | | 3394 |
| | Stodgell, Simeon J. | | DISI | Jul/84 | | 259 | | 1260 |
| WESTCOAST TRANSMISSION COMPANY LIMITED | Maas, Ronald B. | Common | S | -- | IR | | | 2400 |
| | Indirect Holdings | | -- | -- | IR1 | | | 9 |

| REPORTING ISSUER | INSIDER | SECURITY | REL'N | TRANS DATE | TYPE | BOUGHT OR ACQUIRED | SOLD OR DISPOSED | MONTH-END HOLDINGS |
|--------------------------------|---|----------|-------|--|---------------------------|--------------------|------------------|--|
| WILSHIRE ENERGY RESOURCES INC. | Whalley, A. Grant | Common | DS | Jun/84 | | 3000 | | 3001 |
| WITCO CHEMICAL CORPORATION | Boos, Roy P. | Common | S | Jun/84 | X | 2400 | | 11203 |
| | Hogard Jr., Earl L. | | S | Jun/84 Jun/84 | X | 4013 | 2205 | 4013 |
| | Saunders, Raymond D. | | S | Jun/84 Jun/84 | X | 669 | 368 | 10048 |
| YORBEAU RESOURCES INC. | Crevier, David P. | Common | DS | Jun/84 Jul/84 | | 3750 3750 | | 32500 |
| | Renaud, Richard J. C.M.P. Oil & Gas Inc. | | D | Jun/84 -- | 1 | 37500 | | 87500 160000 |
| YORK CENTRE CORPORATION | Shekter, Benjamin B. | Class A | D | Jun/84 | | | 1000 | 3000 |
| ZENMAC EXPLORATIONS LIMITED | Sheridan, John P. Shield Development Company Limited, The Anyox Metals Limited Consolidated Maybrun Mines Limited Boston Bay Mines Limited St. Lucie Exploration Company Limited | Common | B | -- Jun/84 Jul/84 -- -- -- -- | 1 1 1 1 1 | 3200 50000 | 1000 | 33800 7200 179000 126900 13000 1000 |

REPORT UNDER SECTION 113 OF THE ACT

| <u>MANAGEMENT COMPANY</u> | <u>SELLER</u> | <u>PURCHASER</u> | <u>DATE OF TRANSACTION</u> | <u>NATURE OF TRANSACTION</u> |
|---------------------------|-----------------------------|---------------------------|----------------------------|------------------------------|
| BOLTON TREMBLAY FUNDS INC | Bolton Tremblay Income Fund | Bolton Tremblay Fund Inc. | June 27, 1984 | 419 Units |
| " | Bolton Tremblay Money Fund | Bolton Tremblay Fund Inc. | June 14, 1984 | 100,000 Units |
| " | " | " | June 30, 1984 | 2,006 Units |

CHAPTER 8
NOTICES OF EXEMPT FINANCINGS

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

| TRANSACTION DATE | PURCHASER | SECURITY | PRICE | AMOUNT |
|---------------------|--|--|-----------|----------------|
| Jul. 03, 1984 | Gatien, Raymond | BURLINGTON HOTEL DEVELOPMENT PARTNERSHIP, THE - UNITS | \$106,695 | 1 units |
| Jul. 09, 1984 | North American Life Assurance Company | CODESSA COMPUTER CORP. COMMON SHARES | 212,500 | 250,000 shares |
| Jul. 05, 1984 | Abramski, Marianne | JOREX LIMITED - UNITS | 27,000 | 6 units |
| " | Abramski, Nick | " | 81,000 | 18 units |
| " | Andrew R. Gray Professional Corp. | " | 27,000 | 6 units |
| " | Armstrong, B. V. | " | 45,000 | 10 units |
| " | Armstrong, John C. | " | 27,000 | 6 units |
| " | Au, Anthony D. | " | " | 6 " |
| " | Azoory, Dr. Sasson | " | " | 6 " |
| " | Beck, Howard L. | " | 103,500 | 23 units |
| " | Biggs, Kenneth A. | " | 27,000 | 6 units |
| " | Bird, Dr. Bruce L. | " | " | 6 " |
| " | Borsch, Dr. Roman | " | 40,500 | 9 units |
| " | Brock, Walter | " | 27,000 | 6 units |
| " | Brown, Frank E. | " | 103,500 | 23 units |
| " | Cader, Arnold | " | " | 23 " |
| " | Cameron, L. C. | " | 27,000 | 6 units |
| " | Charlton, Henry | " | " | 6 " |

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

| TRANSACTION DATE | PURCHASER | SECURITY | PRICE | AMOUNT |
|---------------------|---|-----------------------|-----------|----------|
| Jul. 05, 1984 | Charlton, W. W. | JOREX LIMITED - UNITS | \$171,000 | 38 units |
| " | Cooke, Dr. Gabe | " | 27,000 | 6 units |
| " | Culnan, James | " | " | 6 " |
| " | Dahl, Dr. Ralph | " | " | 6 " |
| " | DeBoer, John | " | " | 6 " |
| " | Evans, Dr. John | " | 45,000 | 10 units |
| " | Fowke, Donald V. | " | 99,000 | 22 units |
| " | Grindley, Robert W. | " | 45,000 | 10 units |
| " | Hay, William | " | 27,000 | 6 units |
| " | Hennessey, K. R. | " | 99,000 | 22 units |
| " | Hess, L. Milton | " | 117,000 | 26 units |
| " | Holthe, Edward M. | " | 27,000 | 6 units |
| " | Hugessen, Kenneth | " | " | 6 " |
| " | Hunter, H. D. | " | 108,000 | 24 units |
| " | Kewmont Inc. | " | 31,500 | 7 units |
| " | Korpela, Jack W. F. | " | 45,000 | 10 units |
| " | Lamb, Dan | " | 27,000 | 6 units |
| " | Leslie M. Dushinski Professional Corp. | " | " | 6 " |
| " | Man-Son-Hing, Dr. C. T. | " | " | 6 " |

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

| TRANSACTION DATE | PURCHASER | SECURITY | PRICE | AMOUNT |
|---------------------|-----------------------|-----------------------|----------|----------|
| Jul. 05, 1984 | Martin, M. B. | JOREX LIMITED - UNITS | \$99,000 | 22 units |
| " | Martin, Ronald W. | " | 27,000 | 6 units |
| " | Marudiak, Orville | " | 99,000 | 22 units |
| " | McCain, Dr. G. | " | 40,500 | 9 units |
| " | McCallum, Dr. R. W. | " | 27,000 | 6 units |
| " | McDermid, David H. | " | " | 6 " |
| " | Mizel, Dr. Dennis | " | " | 6 " |
| " | Nicholson, Dr. Wayne | " | 36,000 | 8 units |
| " | O'Donoghue, Walter B. | " | 99,000 | 22 units |
| " | Palmer, Dr. Charles | " | 27,000 | 6 units |
| " | Patel, Dr. H. M. | " | " | 6 " |
| " | Patrick, Omer | " | 54,000 | 12 units |
| " | Patt, Dr. Norman | " | 31,500 | 7 units |
| " | Pletcher, Jim | " | 27,000 | 6 units |
| " | Remo Investments Ltd. | " | 54,000 | 12 units |
| " | Richman, Martin | " | 103,500 | 23 units |
| " | Robertson, Bryan | " | 54,000 | 12 units |
| " | Rotman, Joseph L. | " | 288,000 | 64 units |
| " | Schipper, L. H. | " | 103,500 | 23 units |
| " | Schneider, Louis J. | " | 108,000 | 24 units |

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

| TRANSACTION DATE | PURCHASER | SECURITY | PRICE | AMOUNT |
|---------------------|---|--|--------------|----------------|
| Jul. 05, 1984 | Sieniewicz, Dr. D. J. | JOREX LIMITED - UNITS | \$27,000 | 6 units |
| " | Stanley S. Smith Professional Corp. | " | 54,000 | 12 units |
| " | String Gatherers Inc. | " | 360,000 | 80 units |
| " | Twin Rock Holdings Ltd. | " | 27,000 | 6 units |
| " | Wainberg, Larry | " | " | 6 " |
| " | Watson, Bruce W. | " | 103,500 | 23 units |
| Jun. 29, 1984 | Trustee of Pension Plan for Employees of Peace Bridge Brokerage Limited | MCLEAN, BUDDEN POOLED PENSION FUND - UNIT | 320,000 | 1 units |
| Jun. 25, 1984 | Aroco Enterprises Ltd. | METRO/SUSSMAN ASSOCIATES LIMITED PARTNERSHIP I LIMITED PARTNERSHIP UNITS | 120,000 (US) | 3 units |
| " | Elfi Holdings Ltd. | " | 400,000 (US) | 10 units |
| " | Enjay Investments Ltd. | " | 120,000 (US) | 3 units |
| " | Nicobert Investments Limited | " | 720,000 (US) | 18 units |
| " | Rotenberg, Dr. C. | " | 80,000 (US) | 2 units |
| " | Weiner, Harvey | " | " | 2 " |
| Jul. 02, 1984 | Braun, John A. | PACIFIC TRANS-OCEAN RESOURCES LTD. - COMMON SHARES | 280,000 | 200,000 shares |
| " | Newcan Minerals Ltd. | " | 210,000 | 150,000 shares |
| " | Stewart, Clifford D. | " | 280,000 | 200,000 shares |
| " | Sullivan, John F. | " | " | 200,000 " |

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

| TRANSACTION DATE | PURCHASER | SECURITY | PRICE | AMOUNT |
|---------------------|--|--|--------------|----------------|
| Jun. 20, 1984 | Manufacturers Life Insurance Company, The | PUBLIC SERVICE COMPANY OF NEW HAMPSHIRE - 20% SECURED EXCHANGEABLE PROMISSORY NOTE DUE 1985 | \$42,250,000 | \$42,500,000 |
| May. 08, 1984 | Gold Fields Canadian Mining Limited | RABBIT OIL & GAS LTD. COMMON SHARES | 150,000 | 150,000 shares |
| Jun. 21, 1984 | Latner Family Investments Limited | SARLOS & ZUKERMAN FUND, THE LIMITED PARTNERSHIP UNITS | 100,000 | 100 units |
| Jul. 03, 1984 | Brown, Denvil E. | SHERWOOD, THE - UNITS | 151,700 | 1 units |
| " | Cartwright, Dennis H. | " | 148,200 | 1 units |
| " | Clayton, Gerald J. | " | 172,380 | 1 units |
| " | Deleskie, Gerrard L. | " | 113,300 | 1 units |
| " | Hardy, Gary G. | " | 153,100 | 1 units |
| " | Hill, Dr. Laurie L. | " | 135,140 | 1 units |
| " | Lundquist, Dr. Ahti S. M. | " | 115,800 | 1 units |
| " | Madison, Dr. Kenneth J. | " | 115,300 | 1 units |
| " | Marshall, Glenn W. | " | 113,800 | 1 units |
| " | McCartney, H. J. | " | 284,580 | 2 units |
| " | Paul, Joseph H. | " | 273,780 | 2 units |
| " | Rolf, Randolph K. | " | 177,980 | 1 units |
| " | Seguin, J. Herve | " | 116,300 | 1 units |
| " | Wilson, Robert J. | " | 152,400 | 1 units |

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

| TRANSACTION DATE | PURCHASER | SECURITY | PRICE | AMOUNT |
|---------------------|--|---|-------------|----------------|
| Jul. 13, 1984 | Prudential Insurance Company of America | TELEBEC LTEE - 14 1/2% DEBENTURES, SERIES R, MATURING JULY 13, 1994 | \$2,000,000 | \$2,000,000 |
| " | Sun Life Assurance Company of Canada | " " | 1,500,000 | \$1,500,000 |
| Jul. 13, 1984 | Metropolitan Life Insurance Company | TELEBEC LTEE - 14 1/8% DEBENTURES, SERIES Q, MATURING JULY 13, 1989 | 3,000,000 | \$3,000,000 |
| " | Sun Life Assurance Company of Canada | " " | 500,000 | \$500,000 |
| May. 08, 1984 | Gold Fields Canadian Mining Limited | TRIPLE-CROWN RESOURCES LTD. COMMON SHARES | 150,000 | 100,000 shares |
| Jun. 30, 1984 | Barber, H. Douglas | WATER WALKER - UNITS | 5,000 | 1 units |
| " | Barrington, R. E. | " " | 10,000 | 2 units |
| " | Beatty, E. Geoffrey | " " | 35,000 | 7 units |
| " | Beatty, Lorna R. | " " | 5,000 | 1 units |
| " | Berkman, Emily G. | " " | " | 1 " |
| " | Chambers, M. T. | " " | " | 1 " |
| " | Coldren, Patricia | " " | " | 1 " |
| " | Crawley, Donalda | " " | " | 1 " |
| " | Cuddy, T. Edward | " " | 10,000 | 2 units |
| " | Dalman, David | " " | 5,000 | 1 units |
| " | Deck, H. Rosalind | " " | " | 1 " |

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

| TRANSACTION DATE | PURCHASER | SECURITY | PRICE | AMOUNT |
|---------------------|----------------------|----------------------|---------|---------|
| Jun. 30, 1984 | Dyck, Donald R. | WATER WALKER - UNITS | \$5,000 | 1 units |
| " | Ferguson, Rose E. | " | 10,000 | 2 units |
| " | Geiger, James V. | " | 5,000 | 1 units |
| " | Glos, Carl M. | " | " | 1 " |
| " | Imago | " | 20,000 | 4 units |
| " | Irwin, J. W. | " | 5,000 | 1 units |
| " | Kroeker, A. Donald | " | " | 1 " |
| " | Kroeker, Henry | " | " | 1 " |
| " | Lamb, (Mrs.) Gina E. | " | 10,000 | 2 units |
| " | Lea, Norman D. | " | 5,000 | 1 units |
| " | Mason, Bill | " | 15,000 | 3 units |
| " | McRuer, A. Robert | " | 5,000 | 1 units |
| " | Muir, Roderick A. | " | " | 1 " |
| " | Munday, Ian S. | " | " | 1 " |
| " | Neufeld, V. R. | " | " | 1 " |
| " | Penner, Robert J. | " | " | 1 " |
| " | Perry, David L. | " | 10,000 | 2 units |
| " | Peterson, S. Dean | " | 20,000 | 4 units |
| " | Phillips, John | " | 5,000 | 1 units |
| " | Pitt, Clifford C. | " | " | 1 " |

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

| TRANSACTION DATE | PURCHASER | SECURITY | PRICE | AMOUNT |
|---------------------|--|--|---------|----------------|
| Jun. 30, 1984 | Radin, Steve | WATER WALKER - UNITS | \$5,000 | 1 units |
| " | Regehr, Henry | " | " | 1 |
| " | Selwyn, John C. | " | " | 1 |
| " | Smith, Kenneth O. | " | " | 1 |
| " | Spaetzel, George C. | " | " | 1 |
| " | Steinmann, John R. | " | " | 1 |
| " | Sykes, Donald S. | " | 10,000 | 2 units |
| " | Topp, Robert M. | " | 5,000 | 1 units |
| " | Willms, George G. | " | " | 1 |
| " | Winn, Lennabelle A. | " | " | 1 |
| Jul. 04, 1984 | Midland Doherty R & D Limited | WITTECK DEVELOPMENT INC. 1984 R & D PROMISSORY NOTE | 150,000 | One |
| May. 08, 1984 | Gold Fields Canadian Mining Limited | YOUNGMAN OIL & GAS LTD. COMMON SHARES | 150,000 | 100,000 shares |

RESALE OF SECURITIES

FORM - 21

| DATE OF RESALE | DATE OF ORIG PURCHASE | SELLER | SECURITY | PRICE | AMOUNT |
|-------------------|--------------------------|--|--|---------|----------------|
| Jul. 06, 1984 | Sep. 18, 1978 | Hebker Investment Syndicate | BAR RESOURCES LTD. COMMON SHARES | \$2,850 | 3,000 shares |
| Jun. 29, 1984 | Mar. 11, 1980 | Investors Group Trust Co. Ltd. | HUDSON'S BAY COMPANY - 13.75% SERIES "D" BONDS | 500,000 | \$500,000 |
| Jul. 13, 1984 | Feb. 17, 1983 | Mutual Life Assurance Company of Canada | MAGNA INTERNATIONAL CLASS A SHARES | 2,980 | 200 shares |
| Jul. 17, 1984 | " | " | " | 10,430 | 700 " |
| Jun. 28, 1984 | Sep. 30, 1983 | Investors Growth Fund of Canada Ltd. | MINERAL RESOURCES INTRNATIONAL LIMITED COMMON SHARES | 552,500 | 170,000 shares |
| Jul. 05, 1984 | Nov. 29, 1984 | Manufacturers Life Insurance Company | OSHAWA GROUP LIMITED CLASS A SHARES | 281,250 | 15,000 shares |

NOTICE OF INTENTION TO DISTRIBUTE SECURITIES PURSUANT TO SUBSECTION 7 OF SECTION 71

| <u>SELLER</u> | <u>SECURITY</u> | <u>AMOUNT</u> |
|-------------------|---|----------------|
| Scott, Charles R. | BROWN-MCDADE RESOURCES LTD. - COMMON SHARES | 201,275 shares |
| Rogers, Edward S. | ROGERS CABLESYSTEMS INC. - CLASS A AND/OR CLASS B SHARES | 1,500,000 " |

CHAPTER 9

TAKE-OVER BIDS, ISSUER BIDS

9.1 TAKE-OVER BIDS, ISSUER BIDS

9.1.1 COLOR TILE INC.

9.1.2 COLOR YOUR WORLD INC.

9.1.3 TRILOGY RESOURCE CORPORATION

TAKE-OVER BIDS, ISSUER BIDS

COLOR TILE INC. *
(OFFEROR)

COLOR YOUR WORLD INC.
(OFFEREE)

NOTICE OF INTENTION - FORM 35

TRILOGY RESOURCE CORPORATION

* Cash Offer

CHAPTER 10
CONTINUOUS DISCLOSURE FILINGS

Public Documents Filed with the Ontario Securities Commission

| ISSUER | TITLE |
|--|----------------------|
| 243978 ALBERTA LIMITED | RULING/ORDER/REASONS |
| A.E. LEPAGE CAPITAL PROPERTIES | IFS 3 MN AP 30 84 |
| ACKLANDS LTD. | IFS 6 MN MY 31 84 |
| AGASSIZ RESOURCES LTD. | T.S.E. MATERIAL |
| ALBANY-CHARTER 83/84 ENERGY PROGRAM | APPLICATION |
| ALBERTA ENERGY COMPANY LTD. | NOTICE TO SHAREHOLDE |
| ALGONQUIN MERCANTILE CORPORATION | CERTIF. OF MAILING |
| ALTON CORPORATION, THE | CERTIF. OF MAILING |
| ALTON CORPORATION, THE | FORM 28-ANN. FILING |
| ALUMINUM COMPANY OF CANADA LTD. | PRESS RELEASE |
| ALUMINUM COMPANY OF CANADA LTD. | PRELIM. PROSPECTUS |
| AMAX INC. | PRESS RELEASE |
| AMERICAN ELECTRIC POWER COMPANY INC. | UNIFORM STATISTICAL |
| AMERICAN QUASAR PETROLEUM CO. | IFS 3 MN MR 31 84 |
| ANARION HOLDINGS LTD. | PRIVATE PLACEMENTS |
| ANDROCK INC. | PRESS RELEASE |
| AQUITAINE SHORES APARTMENT PROJECT - | IFS 6 MN AP 30 84 |
| ARGOSY MINING CORPORATION LIMITED | RULING/ORDER/REASONS |
| ASSOCIATE INVESTORS LIMITED | IFS 6 MN MY 31 84 |
| ASSOCIATES CAPITAL CORPORATION | CERTIFICATE OF DISSO |
| ASSOCIATES CAPITAL CORPORATION OF CANADA | IFS 4 MN AP 30 84 |
| ATCO LTD. | PRESS RELEASE |
| ATCO LTD. | SHARE PURCHASE WARRA |
| AUTOCRAT RESOURCES LTD. | PRIVATE PLACEMENTS |
| B.Y.G. NATURAL RESOURCES INC. | IFS 6 MN MR 31 84 |
| BANK OF ALBERTA | T.S.E. MATERIAL |
| BANK OF MONTREAL REALTY FINANCE LTD. | AUD. ANN. FIN. STMT. |
| BANK OF NOVA SCOTIA | SPEC. MTG. SOL. MAT. |
| BAR RESOURCES LIMITED | PRIVATE PLACEMENTS |
| BAR RESOURCES LIMITED | LET. TO SHAREHOLDERS |
| BARRICK RESOURCES CORPORATION | SHRHLDRS. MTNG. MAT. |
| BATON BROADCASTING INCORPORATED | IFS 9 MN MY 31 84 |
| BATON BROADCASTING INCORPORATED | CERTIF. OF MAILING |
| BAXTER TECHNOLOGIES CORPORATION | PRIVATE PLACEMENTS |
| BAXTER TECHNOLOGIES CORPORATION | CERTIF. OF MAILING |
| BBC REALTY INVESTORS | DIVIDEND NOTICE |
| BBC-RI SERVICES LTD. | FORM 28-ANN. FILING |
| BC RAIL LTD. | PRESS RELEASE |
| BC RAIL LTD. | T.S.E. MATERIAL |
| BC RAIL LTD. | PRIMARY DISTRIBUTION |
| BCI MANAGEMENT CORP. | IFS 9 MN MR 31 84 |
| BELL CANADA | PRESS RELEASE |
| BELL CANADA ENTERPRISES INC. | PRESS RELEASE |
| BELLWOOD HEALTH SERVICES INC. | PRIVATE PLACEMENTS |
| BELMORAL MINES LTD. | ANNUAL REPORT |
| BELMORAL MINES LTD. | SHRHLDRS. MTNG. MAT. |
| BELORE MINES LIMITED | CERTIF. OF MAILING |
| BENEFICIAL CANADA INC. | IFS 3 MN MR 31 84 |

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Public Documents Filed with the Ontario Securities Commission

| ISSUER | TITLE |
|--|----------------------|
| BLACK CLIFF MINES LIMITED | CERTIF. OF MAILING |
| BLACK GALPER & HEESSELS POOLED PENSION | PRIVATE PLACEMENTS |
| BLUESKY OIL AND GAS LTD. | PRESS RELEASE |
| BLUESKY OIL AND GAS LTD. | SPEC. MTG. SOL. MAT. |
| BONANZA RESOURCES LTD. | TAKEOVER/FORM 35 |
| BOW VALLEY INDUSTRIES LTD. | PRESS RELEASE |
| BRAESWOOD EXPLORATIONS LIMITED | IFS 9 MN MY 31 84 |
| BRAMALEA LIMITED | CERTIF. OF MAILING |
| BRANBURY EXPLORATIONS LIMITED | IFS 6 MN MY 31 84 |
| BRANDI-RIDGE RESOURCES LTD. | IFS 6 MN AP 30 84 |
| BRANDI-RIDGE RESOURCES LTD. | IFS 3 MN JA 31 84 |
| BRASCADE RESOURCES INC. | SHRHLDRS. MTNG. MAT. |
| BRASCAN LIMITED | PRIVATE PLACEMENTS |
| BREAKWATER RESOURCES LTD. | PRESS RELEASE |
| BRITISH PETROLEUM COMPANY P.L.C. | FORM 6-K |
| BRITISH PETROLEUM COMPANY P.L.C. | FORM 6-K |
| BROULAN RESOURCES INC. | PRIVATE PLACEMENTS |
| BURNS FRY FUND | PROSPECTUS |
| BYTEC-COMTERM INC. | IFS 3 MN AP 30 84 |
| BYTEC-COMTERM INC. | PRESS RELEASE |
| CABRE EXPLORATION LTD. | IFS 9 MN AP 30 84 |
| CADILLAC FAIRVIEW CORPORATION LIMITED | CERTIF. OF MAILING |
| CAE INDUSTRIES LTD. | PRESS RELEASE |
| CALAIS RESOURCES LTD. | TAKEOVER/FORM 35 |
| CALAIS RESOURCES LTD. | PRESS RELEASE |
| CALAIS RESOURCES LTD. | TAKEOVER/FORM 35 |
| CAMBRIDGE VENTURE LTD. | PRIVATE PLACEMENTS |
| CAMEL OIL & GAS LTD. | PRIVATE PLACEMENTS |
| CAMFLO MINES LTD. | CERTIF. OF MAILING |
| CAMFLO MINES LTD. | SHRHLDRS. MTNG. MAT. |
| CAMFLO MINES LTD. | LET. TO SHAREHOLDERS |
| CANADA PERMANENT INVESTMENT FUND | AUD. ANN. FIN. STMT. |
| CANADA TRUSTCO MORTGAGE COMPANY | PRESS RELEASE |
| CANADA TUNGSTEN MINING CORPORATION | RESIGNATION OF DIREC |
| CANADA-ISRAEL DEVELOPMENT LTD. | AUD. ANN. FIN. STMT. |
| CANADIAN CO-OPERATIVE CREDIT SOCIETY | AUD. ANN. FIN. STMT. |
| CANADIAN GAS AND ENERGY FUND LIMITED | AMENDMENT TO PRO. |
| CANADIAN GENERAL INVESTMENTS LIMITED | CERTIF. OF MAILING |
| CANADIAN GOLD RESOURCES INC. | CERTIF. OF MAILING |
| CANADIAN IMPERIAL BANK OF COMMERCE | SPEC. MTG. SOL. MAT. |
| CANADIAN NATURAL RESOURCES LIMITED | IFS 3 MN MR 31 84 |
| CANADIAN NATURAL RESOURCES LIMITED | SHRHLDRS. MTNG. MAT. |
| CANADIAN PACIFIC ENTERPRISES LIMITED | CERTIFICATE OF AMEND |
| CANADIAN PACIFIC LIMITED | PRESS RELEASE |
| CANADIAN PACIFIC LIMITED | RESIGNATION OF DIREC |
| CANADIAN SECURITY GROWTH FUND LIMITED | AMENDMENT TO PRO. |
| CANE RESOURCES LTD. | ANNUAL REPORT |
| CANE RESOURCES LTD. | SHRHLDRS. MTNG. MAT. |

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| ISSUER | TITLE |
|--|----------------------|
| CANUC RESOURCES INC. | SHRHLDRS. MTNG. MAT. |
| CARENA-BANCORP HOLDINGS INC. | PRIVATE PLACEMENTS |
| CARLING O'KEEFE LIMITED | CERTIF. OF MAILING |
| CARLSON MINES LTD. | AUD. ANN. FIN. STMT. |
| CARLSON MINES LTD. | IFS 3 MN MR 31 84 |
| CASCADE PACIFIC RESOURCES LTD. | RULING/ORDER/REASONS |
| CENTRAL FUND OF CANADA LIMITED | PRESS RELEASE |
| CENTURY ENERGY CORPORATION | AUD. ANN. FIN. STMT. |
| CENTURY ENERGY CORPORATION | SHRHLDRS. MTNG. MAT. |
| CHEROKEE RESOURCES LIMITED | RULING/ORDER/REASONS |
| CHEROKEE RESOURCES LIMITED | APPLICATION |
| CHIBOUG COPPER CORPORATION LIMITED | IFS 6 MN AP 30 84 |
| CHIBOUG COPPER CORPORATION LIMITED | CERTIF. OF MAILING |
| CHURCHILL, ROBERT ALBERT | RULING/ORDER/REASONS |
| CINEPLEX CORPORATION | T.S.E. MATERIAL |
| CINEPLEX CORPORATION | ARTICLES OF AMENDMEN |
| CINEPLEX CORPORATION | PRELIM. PROSPECTUS |
| COASTAL INTERNATIONAL LTD. | SPEC. MTG. SOL. MAT. |
| COGNOS INCORPORATED | IFS 9 MN MY 31 84 |
| COGNOS INCORPORATED | LET. TO SHAREHOLDERS |
| COHO RESOURCES LIMITED | TAKEOVER/FORM 35 |
| COHO RESOURCES LIMITED | PRIVATE PLACEMENTS |
| COLUMBIA GAS SYSTEM INC. | FORM 8-K |
| COMAPLEX RESOURCES INTERNATIONAL LTD. | PRIVATE PLACEMENTS |
| COMINCO LTD. | SPEC. MTG. SOL. MAT. |
| COMMERCIAL CREDIT CORPORATION LIMITED | ANNUAL REPORT |
| COMMERCIAL CREDIT CORPORATION LIMITED | IFS 3 MN MR 31 84 |
| COMMERCIAL FINANCIAL CORPORATION LIMITED | FORM 27-MAT. CHANGE |
| CONSOLIDATED BRANLY RESOURCES INC. | NAME CHANGE |
| CONSOLIDATED IMPERIAL RESOURCES ENERGY | PRESS RELEASE |
| CONSOLIDATED MONTCLERG MINES LIMITED | PRIVATE PLACEMENTS |
| CONSOLIDATED MONTCLERG MINES LIMITED | CERTIF. OF MAILING |
| CONSOLIDATED REACTOR URANIUM MINES LTD. | AUD. ANN. FIN. STMT. |
| CONSOLIDATED REACTOR URANIUM MINES LTD. | IFS 3 MN AP 30 84 |
| CONSUMERS DISTRIBUTING COMPANY LIMITED | IFS 13 WK AP 28 84 |
| CONSUMERS DISTRIBUTING COMPANY LIMITED | CERTIF. OF MAILING |
| CONSUMERS GLASS COMPANY LIMITED | PRIVATE PLACEMENTS |
| CONTINENTAL BANK CAPITAL CORPORATION | IFS 6 MN AP 30 84 |
| CONTINENTAL BANK FINANCIAL CORPORATION | IFS 6 MN AP 30 84 |
| CONTINENTAL BANK LEASING CORPORATION | IFS 6 MN AP 30 84 |
| CONTINENTAL BANK REALTY CORPORATION | IFS 6 MN AP 30 84 |
| CONTINUUM DATA SYSTEMS INC. | PRIVATE PLACEMENTS |
| CONWEST EXPLORATION COMPANY LIMITED | T.S.E. MATERIAL |
| CONWEST EXPLORATION COMPANY LIMITED | T.S.E. MATERIAL |
| COPCONDA-YORK RESOURCES INC. | CHANGE OF AUDITORS |
| COPCONDA-YORK RESOURCES INC. | CERTIF. OF MAILING |
| COTTON VALLEY RESOURCES INC. | EXTRACT FROM MINUTES |
| CROSS WINDS APARTMENTS, THE | IFS 6 MN AP 30 84 |

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| ISSUER | TITLE |
|---|-----------------------|
| CULLATON LAKE GOLD MINES LTD. | CHANGE IN TRANSFER A |
| CZAR RESOURCES LTD. | CERTIF. OF MAILING |
| DAON DEVELOPMENT CORPORATION | PRIVATE PLACEMENTS |
| DAON DEVELOPMENT CORPORATION | PRIVATE PLACEMENTS |
| DEB CANADIAN EXPL. 1977 | NOTICE OF ADJOURNMENT |
| DEB CANADIAN EXPL. 1978 | NOTICE OF ADJOURNMENT |
| DEEGAN, MICHAEL JOHN ANTHONY | RULING/ORDER/REASONS |
| DENISON MINES LTD. | ANNUAL INFO. FORM |
| DEVELCON ELECTRONICS LTD. | PRESS RELEASE |
| DEXLEIGH CORPORATION | MERGER-AMALGAMATION |
| DEXLEIGH CORPORATION | LETTER OF TRANSMITTAL |
| DOFOR INC. | PRELIM. PROSPECTUS |
| DOVE MINES LIMITED | PRESS RELEASE |
| DOVE MINES LIMITED | PRELIM. PROSPECTUS |
| DONLEE MANUFACTURING INDUSTRIES LIMITED | PRELIM. PROSPECTUS |
| DORE EXPLORATIONS INC. | ANNUAL REPORT |
| DORE EXPLORATIONS INC. | SHRHLDRS. MTNG. MAT. |
| DOVERCLIFF MINERALS LTD. | IFS 9 MN AP 30 84 |
| DOVERCLIFF MINERALS LTD. | CERTIF. OF MAILING |
| DRUMMOND PETROLEUM LTD. | IFS 6 MN AP 30 84 |
| DRUMMOND PETROLEUM LTD. | PRESENTATION TO C.O. |
| DSP EDUCATION TRUST | PROSPECTUS |
| DYLEX LIMITED | PRIVATE PLACEMENTS |
| EAST COAST ENERGY LTD. | AUD. ANN. FIN. STMT. |
| EASTMONT LARDE LAKE GOLD MINES LIMITED | SHRHLDRS. MTNG. MAT. |
| ECLIPSE CAPITAL CORPORATION | PRELIM. PROSPECTUS |
| ECONOMY INNS, INC. | IFS 6 MN MY 31 84 |
| EDEN ROC MINERAL CORPORATION | RULING/ORDER/REASONS |
| EDEN ROC MINERAL CORPORATION | APPLICATION |
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| TRIMAC LIMITED | SHRHLDRS. MTNG. MAT. |
| TRIZEC CORPORATION LTD. | IFS 6 MN AP 30 84 |
| TRIZEC CORPORATION LTD. | SPEC. MTG. SOL. MAT. |
| TRU-WALL GROUP LIMITED | AUD. ANN. FIN. STMT. |
| TRU-WALL GROUP LIMITED | ANNUAL REPORT |
| TRU-WALL GROUP LIMITED | CERTIF. OF MAILING |
| TRU-WALL GROUP LIMITED | SHRHLDRS. MTNG. MAT. |
| TUCK, DAVID REED | RULING/ORDER/REASONS |
| TUDOR ENERGY CORPORATION LTD. | T.S.E. MATERIAL |
| TUNDRA GOLD MINES LIMITED | PRESS RELEASE |
| TURBO RESOURCES LIMITED | APPLICATION |
| TWIN RICHFIELD OILS LTD. | PRESS RELEASE |
| TWIN-SASKATCHEWAN 1983 DEVELOPMENT FUND | IFS 6 MN AP 30 84 |
| TYNE TERRACE HOMES LIMITED | AUD. ANN. FIN. STMT. |
| UNERGIE INC. | IFS 3 MN MR 31 84 |
| UNION CARBIDE CANADA LIMITED | PRESS RELEASE |
| VEGA GOLD EXPLORATIONS INC. | AUD. ANN. FIN. STMT. |
| VEGA GOLD EXPLORATIONS INC. | IFS 3 MN MY 31 84 |
| VEGA GOLD EXPLORATIONS INC. | APPLICATION |
| VENTURES WEST TECHNOLOGIES LIMITED | RULING/ORDER/REASONS |
| VENTURES WEST TECHNOLOGIES LIMITED | APPLICATION |
| WABASSO INC. | SHRHLDRS. MTNG. MAT. |
| WALKER, DONALD JAMES | RULING/ORDER/REASONS |
| WALL & REDEKOP CORPORATION | IFS 3 MN AP 30 84 |
| WARREN PAVING & MATERIALS GROUP LIMITED | PRIVATE PLACEMENTS |
| WATERFORD HOUSE | IFS 3 MN MR 31 84 |
| WESTBURNE INTERNATIONAL INDUSTRIES LTD. | FORM 10K |
| WESTLEY MINES LIMITED | PRESS RELEASE |
| WHITE FARM MANUFACTURING CANADA LIMITED | PRIVATE PLACEMENTS |
| WIC WESTERN INTERNATIONAL COMMUNICATIONS | IFS 9 MN MY 31 84 |
| WIC WESTERN INTERNATIONAL COMMUNICATIONS | PRESS RELEASE |
| WILLIAM MOSGROVE TOWER APARTMENT PROJECT | IFS 6 MN AP 30 84 |
| WINDSOR RESOURCES INC. | PRESS RELEASE |
| WINSTON CHURCHILL INVESTMENTS | SHRHLDRS. MTNG. MAT. |
| WOODBINE-SHEPPARD SHOPPING CENTRE | AUD. ANN. FIN. STMT. |
| WOODWARD ACCEPTANCE COMPANY LIMITED | IFS 13 WK AP 28 84 |
| WOODWARD'S LIMITED | IFS 3 MN AP 30 84 |
| YELLOWKNIFE BEAR RESOURCES INC. | SPEC. MTG. SOL. MAT. |
| YORK CENTRE CORPORATION | PRESS RELEASE |
| YORK CENTRE CORPORATION | CERTIF. OF MAILING |
| YORK CENTRE CORPORATION | CERTIF. OF MAILING |
| YRI YORK LIMITED | SHRHLDRS. MTNG. MAT. |

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 Micromedia Ltd, 144 Front Street West, Toronto, Ontario M5J 2L7 (416) 593-5211

CHAPTER 11

NEW ISSUE AND SECONDARY FINANCING

11.1 PRELIMINARY PROSPECTUSES RECEIVED

11.1.1 INDUSTRIAL CASH MANAGEMENT FUND

July 16, 1984

Industrial Cash Management Fund

National Issue-Ontario

Offering Mutual fund units at net asset value plus an acquisition charge.

Distributor: Mackenzie Financial Corporation

11.1.2 CINDY MAE RESOURCES INC.

July 17, 1984

Cindy Mae Resources Inc.

Offering 1,200,000 common shares (without par value) at a price of \$1.00 per share.

Secondary Offering: 500,000 common shares without par value at \$1.25 - \$1.75

Underwriters: Durham Securities Corporation Limited
Norwich Investments Limited

11.2 PRELIMINARY SHORT FORM PROSPECTUS RECEIVED

11.2.1 THE MERCANTILE BANK OF CANADA

July 12, 1984

The Mercantile Bank of Canada

National Issue-Quebec

Offering \$ * (* shares) floating rate cumulative redeemable Class A preferred shares, Series 2 at a price of \$100 per share.

Underwriters: McLeod Young Weir Limited
Levesque, Beaubien Inc.

11.3 ANNUAL INFORMATION FORMS RECEIVED

11.3.1 DOFASCO INC.

July 11, 1984

Dofasco Inc.

National Issue-Ontario

A first annual information form dated July 10, 1984 has been filed by Dofasco Inc.

11.3.2 MITEL CORPORATION

July 12, 1984

Mitel Corporation

An annual information form dated July 5, 1984 has been filed by Mitel Corporation. This is a refiling.

11.4 AMENDMENTS RECEIVED

11.4.1 QUINTE BAY NO. 3 LIMITED PARTNERSHIP

July 13, 1984

Quinte Bay No. 3 Limited Partnership

Amendment #1 dated July 10, 1984 to prospectus dated May 11, 1984.

11.4.2 PRINCIPAL VENTURE FUND LTD.

July 16, 1984

Principal Venture Fund Ltd.

Amendment #2 dated July 4, 1984 to prospectus dated April 24, 1984 as amended May 8, 1984.

11.4.3 MER EQUITY FUND

July 17, 1984

MER Equity Fund

Amendment #1 dated July 4, 1984 to prospectus dated January 20, 1984.

11.4.4 MER GROWTH FUND

MER Growth Fund

Amendment #1 dated July 4, 1984 to prospectus dated January 20, 1984.

11.4.5 MER MONEY MARKET FUND

MER Money Market Fund

Amendment #1 dated July 4, 1984 to prospectus dated January 20, 1984.

11.5 FINAL RECEIPTS ISSUED - PRELIMINARY PROSPECTUSES

11.5.1 GRANITE RESORTS INC.

Granite Resorts Inc.

A final receipt was issued on July 12, 1984 for a prospectus dated July 11, 1984 offering a minimum of 50,000 and a maximum of 1,423,570 partial voting shares of the Company at \$5.00 per share.

Promoter: R. Wallace Stonehouse

Distributor: Granite Resorts Inc.

11.5.2 HALLMARK CANADIAN FUND

Hallmark Canadian Fund

Final receipt issued July 18, 1984 for a prospectus dated July 13, 1984 qualifying for sale on a continuous basis units having a purchase price equal to the net asset value thereof.

11.6 FINAL RECEIPT ISSUED - PRELIMINARY SHORT FORM PROSPECTUS

11.6.1 ALUMINUM COMPANY OF CANADA, LIMITED

Aluminum Company of Canada, Limited

Final receipt issued July 12, 1984 for a short form prospectus dated July 12, 1984, filed by Aluminum Company of Canada, Limited qualifying for sale in Ontario 4,200,000 Canadian dollar floating rate cumulative redeemable preference shares, Series C and 1,300,000 U.S. dollar floating rate cumulative redeemable preference shares, Series D to net the Company Cdn. \$103,162,500 and U.S. \$31,931,250 respectively before deducting the expenses of the issue payable by the Company.

Underwriters: Dominion Securities Pitfield Limited
Wood Gundy Inc.

11.7 PRELIMINARY PROSPECTUSES WITHDRAWN

11.7.1 CONCERT PRODUCTIONS INTERNATIONAL INC.

July 12, 1984

Concert Productions International Inc.

The preliminary prospectus dated April 30, 1984 has been withdrawn at the request of the issuer.

11.7.2 COCA MINES INC.

July 13, 1984

CoCa Mines Inc.

The preliminary prospectus dated April 3, 1984 has been withdrawn at the request of the issuer.

11.7.3 FORWARD 1984-1 DRILLING PROGRAM AND FORWARD RESOURCES LTD.

Forward 1984-1 Drilling Program and Forward Resources Ltd.

The preliminary prospectus dated March 27, 1984 filed by Forward 1984-1 Drilling Program and Forward Resources Ltd. has been withdrawn at the request of the issuers.

11.7.4 MULTIVEST FUNDS

July 16, 1984

Multivest Funds

The preliminary prospectus dated April 27, 1984 has been withdrawn at the request of the issuer.

11.7.5 TALCAN MINERALS LTD.

Talcan Minerals Ltd.

A prospectus dated April 17, 1984 has been withdrawn at the request of the issuer.

11.7.6 BONAR INC.

July 18, 1984

Bonar Inc.

The preliminary prospectus dated April 24, 1984 filed by Bonar Inc. has been withdrawn at the request of the issuer.

11.8 ANNUAL INFORMATION FORMS ACCEPTED

11.8.1 CONSOLIDATED-BATHURST INC.

Consolidated-Bathurst Inc.

On July 17, 1984, the Director accepted the first annual information form of Consolidated-Bathurst Inc. dated April 26, 1984.

11.8.2 TRIZEC CORPORTION LTD.

Trizec Corporation Ltd.

On July 17, 1984, the Director accepted the annual information form of Trizec Corporation Ltd. dated April 25, 1984.

11.9 RIGHTS OFFERING ACCEPTED

11.9.1 CONSOLIDATED NOREX RESOURCES CORP.

Consolidted Norex Resources Corp.

Material acceptable to the Commission was filed on July 17, 1984 pursuant to paragraphs 34(1)(14) and 71(1)(h) of the Securities Act (Ontario).

CHAPTER 12
REGISTRATIONS

12.1 REGISTRATIONS

12.1.1 SECURITIES

REGISTRATIONS
SECURITIES

SECURITIES DEALER

Capital Group Securities Limited,
141 Adelaide Street West,
Suite 1810,
Toronto, Ontario.
M5H 3L5.
(effective June 25, 1984)
New Registration

Professional Economic Consultants Inc.,
55 St. Clair Ave. West,
Suite 8000,
Toronto, Ontario.
M4V 2Y7.
(effective July 13, 1984)
New Registration

INVESTMENT COUNSEL and as PORTFOLIO MANAGER

Bimcor Inc.
c/o Bell Canada Enterprises Inc.,
First Canadian Place,
Suite 6900,
P. O. Box 188,
Toronto, Ontario.
M5X 1A6.
(effective July 12, 1984)
New Registration

MUTUAL FUND DEALER

Associated Financial Planners Inc.
Suite 140,
180 King Street South,
Waterloo, Ontario.
N2J 1P8.
(effective July 5, 1984)
New Registration

SECURITY ISSUER

Granite Resorts Inc.,
Suite 1808,
Commercial Union Tower,
P. O. Box 227,
Toronto Dominion Centre,
Toronto, Ontario.
M5K 1J3.
(effective July 11, 1984)
New Registration

EXEMPT PURCHASER

The Pension Fund Society of the Bank of Montreal,
129 St. James Street,
4th Floor,
Montreal, Quebec.
H2Y 1L6.
(effective July 16, 1984)
New Recognition

INVESTMENT DEALER

Euro Canadian Securities Limited,
8 King Street East,
Suite 1800,
Toronto, Ontario.
M5C 1B5.
(effective June 18, 1984)
New Registration

12.2 TERMINATIONS

12.2.1 SECURITIES

TERMINATIONS
SECURITIES

EXEMPT PURCHASER

Pension Fund for Management Employees of Quebec Cartier
c/o Quebec Cartier Mining Company,
Port Cartier, Quebec.
G5B 2H3.
(effective July 6, 1984)
Lapsed

BROKER and INVESTMENT DEALER

Dominion Securities Ames Limited
P. O. Box 31,
Commerce Court South,
Toronto, Ontario.
M5L 1A7.
(effective June 19, 1984)
Voluntary Surrender

Pitfield Mackay Ross Limited,
P. O. Box 54,
Royal Bank Plaza,
Toronto, Ontario.
M5J 2K5.
(effective June 19, 1984)
Voluntary Surrender

St. Lawrence Securities Limited
Suite 2315,
401 Bay Street,
Toronto, Ontario.
M5H 2Y4.
(effective July 5, 1984)
Voluntary Surrender

INVESTMENT COUNSEL and as PORTFOLIO MANAGER

B. W. K. Consultants Incorporated
Apt. 314,
20 Edgecliffe Golfway,
Don Mills, Ontario.
M3C 3A4.
(effective June 30, 1984)
Voluntary Surrender

Standard Capital Management Corp.,
69 Yonge Street,
Suite 1100,
Toronto, Ontario.
M5E 1K3.
(effective July 12, 1984)
Lapsed

CHAPTER 25
OTHER INFORMATION

25.1 TRANSFER WITHIN ESCROW

25.1.1 AUGDOME CORPORATION LIMITED

July 13, 1984

Augdome Corporation Limited

| <u>FROM</u> | <u>TO</u> | <u>NO. OF SHARES</u> |
|---------------------------|-------------------------------|----------------------|
| Gotham Securities Limited | Gothic Mines and Oils Limited | 1,701 |

25.2 RELEASE FROM ESCROW

25.2.1 FALCON POINT RESOURCES LIMITED

July 16, 1984

Falcon Point Resources Limited
(formerly Golden Bounty Mining
Company Limited)

The Commission hereby consents to the release of 28,125 escrowed shares currently held in the name of Terry Sokoloff in trust for Falcon Point Resources Limited for the purposes of cancellation.

STATISTICS OF FILINGS 1983-84

Comparative monthly and cumulative dollar value
of financial filings accepted June, 1984
(IN \$000'S)

| PROSPECTUSES INCLUDING SHORT FORMS * | MONTH | | | CUMULATIVE | | |
|---|-----------|---------|---------|------------|-----------|-----------|
| | 1983 | 1984 | 1984 | 1983 | 1984 | 1984 |
| | Equity | Debt | Equity | Debt | Equity | Debt |
| Bank | - | - | 75,000 | - | 337,380 | - |
| Film | - | - | - | - | - | - |
| Finance | - | - | - | - | 39,585 | - |
| Industrial | 536,192 | 100,000 | 200,700 | 718,415 | 1,351,788 | 325,000 |
| M.U.R.B. | 81,194 | - | - | - | 87,211 | - |
| Natural Resource | | | | | | |
| - Mining - Junior | 5,794 | - | 5,815 | - | 11,763 | - |
| - Mining - Other | 40,921 | - | 31,988 | - | 160,856 | - |
| - Oil & Gas - Junior | 20,100 | - | 1,400 | - | 25,015 | - |
| - Oil & Gas - Other | 34,000 | - | - | - | 194,303 | - |
| Oil & Gas Program | 3,195 | - | - | - | 3,195 | - |
| S.B.D.C. | - | - | - | - | - | - |
| Miscellaneous | 230,000 | - | 7,500 | - | 380,314 | - |
| Sub Total | 951,396 | 100,000 | 322,403 | 718,415 | 1,692,397 | 375,000 |
| EXCHANGE OFFERING PROSPECTUSES | | | | | | |
| Industrial | | | | | | |
| Natural Resource | | | | | | |
| - Mining - Junior | 420 | - | 455 | - | 5,453 | - |
| - Mining - Other | 513 | - | - | - | 513 | - |
| - Oil & Gas - Junior | 950 | - | 1,000 | - | 950 | - |
| - Oil & Gas - Other | - | - | - | - | - | - |
| Sub Total | 1,883 | - | 1,455 | - | 6,916 | - |
| EXEMPT FINANCINGS | | | | | | |
| Form 20 | 346,019 | 118,099 | 360,187 | 41,880 | 1,604,292 | 1,140,046 |
| Form 21 | 2,020 | 1,427 | 8,255 | - | 5,757 | 12,281 |
| Sub Total | 348,039 | 119,526 | 368,442 | 41,880 | 1,610,049 | 1,152,327 |
| TOTAL | 1,301,318 | 219,526 | 692,300 | 41,880 | 3,309,362 | 1,527,327 |
| * | 329,607 | - | 75,000 | - | 331,935 | 275,000 |
| | | | | | | -3220- |

APPENDIX A

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JULY 27, 1984

VOLUME 7 #30/84

OSC BULLETIN

The Ontario Securities Commission
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THE ONTARIO SECURITIES COMMISSION

OSC BULLETIN

VOLUME 7 #30/84

JULY 27, 1984

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CHAPTER 1
NOTICES/PRESS RELEASES

1.1 NOTICES

1.2 NEW VICE-CHAIRMAN APPOINTED

NEW VICE-CHAIRMAN APPOINTED

The Cabinet has appointed Charles R.B. Salter, Q.C., as the Vice-Chairman of the Ontario Securities Commission for a three-year term commencing September 1, 1984. Mr. Salter is currently the Director of the Commission, a position he has held since 1975.

Born and educated in Toronto, Mr. Salter was called to the Ontario Bar in 1957 and practised law in Toronto through mid-1968. His private practice was restricted to corporate and securities matters with an emphasis on junior natural resource and industrial companies.

In 1968 he joined the legal staff of the Companies Division, Ministry of Consumer and Commercial Relations, Ontario and was subsequently appointed Deputy Director and Executive Director of the Division until he became Director of the Commission.

1.3 FILING AND DELIVERING OF ANNUAL FINANCIAL STATEMENTS

Filing and Delivering of Annual Financial Statements

O.S.C. Policy 7.1 has been amended to provide a procedure for filing and delivering of annual financial statements by reporting issuers that are subject to compliance with the continuous disclosure provisions of the Securities Act, S.Q. 1982, chapter 48 (the "Quebec Act").

Section 77 of the Securities Act, R.S.O. 1980, c. 466 (the "Act") provides that every reporting issuer that is not a mutual fund and every mutual fund in Ontario shall file annually within 140 days from the end of its last financial year comparative financial statements and an auditor's report as specified therein. Section 78 of the Act provides that the financial statements and auditor's report required to be filed pursuant to section 77 of the Act shall be sent concurrently by the reporting issuer, or the mutual fund in Ontario, as the case may be, to each holder of its securities other than debt instruments, whose latest address as shown on the books of the reporting issuer, or the mutual fund in Ontario, is in Ontario.

Reporting issuers subject to the provisions of the Quebec Act are required to file annual financial statements and an auditor's report thereon within 90 days from the end of their financial year, but such annual financial statements and auditor's report need not be sent to security holders until the filing of the annual report, which shall contain such financial statements and auditor's report, within 140 days from the end of the financial year of the reporting issuer or mutual fund.

It appears to be desirable that the issuers make concurrent filings of financial statements in all relevant jurisdictions, but it seems unduly onerous to require reporting issuers or mutual funds to deliver the financial statements and auditor's report required by section 77 of the Act to security holders within 90 days from the financial year end of the reporting issuer as it is the practice of most issuers to deliver such financial statements together with the issuer's annual report, information circular and proxy statement in respect of the issuer's annual meeting. Accordingly, Policy 7.1 and the order set forth as Appendix A to Policy 7.1 have been amended to provide that issuers which are reporting issuers under both the Act and the Quebec Act that file financial statements with the Commission are exempted from the requirement of concurrent delivery provided that a news release summarizing the statements is issued concurrently with filing and delivery to holders of securities is made no later than the last date upon which they could have been filed with the Commission in compliance with section 76 or 77 of the Act. Reporting issuers should file with the Commission concurrently with filing under the Quebec Act.

See Chapter 2, page 3247 - Order (Section 140) amending the order published as Appendix A to O.S.C. Policy 7.1.

See also Chapter 5, page 3027 of 7 O.S.C.B. (July 13, 1984) - O.S.C. Policy Statement 7.1 Amendment.

1.4 STOCK EXCHANGE TAKE-OVER BIDS

AMENDMENTS TO PART XXIII OF THE GENERAL BY-LAW AND POLICY STATEMENT ON
TAKE-OVER BIDS MADE THROUGH THE FACILITIES OF THE TORONTO STOCK EXCHANGES -
REQUEST FOR COMMENTS

The Toronto Stock Exchange approved on June 26, 1984 interim amendments to Part XXIII of the General By-law governing take-over bids made through the facilities of The Toronto Stock Exchange, and an accompanying Policy Statement.

The Toronto Stock Exchange is requesting comments on these proposed interim amendments. The amendments are being published in the Bulletin following this notice in order to provide them with wider circulation. We encourage readers of the Bulletin to respond to the Exchange's request for comments. The Commission asks that submissions be made in writing and directed to:

The Toronto Stock Exchange
The Exchange Tower
2 First Canadian Place
Toronto, Ontario
M5X 1J2

Attention: Mr. Donald C. Simmons
Director
Market Policy Division

by Friday, August 31, 1984.

The Exchange will be providing the Commission with copies of submissions. It is anticipated that the proposed by-law, subject to any changes that may be made, will be made effective sometime in September.

BY-LAW NO. 348

"a by-law repealing Part XXIII, enacting Part XXIII, being the regulation of take-over bids, and amending the General By-law of

THE TORONTO STOCK EXCHANGE

1. Part XXIII of the General By-law is repealed and replaced by the following:

"23.01 Definitions

(1) In this Part,

(a) "average bid value" means the amount obtained by dividing the aggregate of

(i) the bid price times the number of shares of that class of listed voting shares sought plus the market price times the number of shares of that class of listed voting shares not sought,

by the aggregate of

(ii) the number of shares of that class of listed voting shares sought plus the number of shares of that class of listed voting shares not sought;

(b) "circular bid" means a take-over bid made in compliance with the requirements of Part XIX of the Securities Act (Ontario);

(c) "closing price" means

(i) the price per share at which the last board lot trade in that class of listed voting shares was effected on the floor of the Exchange on that day as shown on the record of sales published by the Exchange; or

(ii) if there were no board lot transactions in that class of listed voting shares, but closing bid and ask prices were published therefor, the average of such bid and ask prices as shown on the list of closing quotations published by the Exchange;

- (d) "competing circular bid" means a circular bid made while a stock exchange take-over bid for the same class of listed voting shares of an offeree company is outstanding;
- (e) "competing stock exchange bid" means a stock exchange take-over bid made while another stock exchange take-over bid for the same class of listed voting shares of an offeree company is outstanding;
- (f) "insider bid" means a stock exchange take-over bid made by an insider of a listed offeree company, or by any associate or affiliate of an insider;
- (g) "issuer bid" means an offer by or on behalf of a listed company or a subsidiary of a listed company to purchase shares of the listed company;
- (h) "last bid" means the stock exchange take-over bid, notice of which was accepted at the time closest to the opening of the book in respect thereof;
- (i) "market price" means the simple average of the closing price, if any, of the shares for each of, and no more than, the ten trading days preceding the Exchange's acceptance of the notice in respect of the initial stock exchange take-over bid;
- (j) "normal course purchase" means a take-over bid made by way of a purchase or purchases on the Exchange of such number of listed voting shares of a listed offeree company that, together with all purchases of listed voting shares made in the preceding 90 days through the facilities of a stock exchange, or otherwise, other than purchases by way of a stock exchange take-over bid or circular bid, does not aggregate 5% of the listed voting shares of such company outstanding at the time that such purchase is made;
- (k) "principal shareholder" of a company means a person or company holding more than 10% of the voting shares of a class of the company;
- (l) "ranking bid" means the stock exchange take-over bid that yields the highest average bid value;
- (m) "shares sought" means the number of listed voting shares for which the bid is made;
- (n) "shares not sought" means the number of that class of listed voting shares outstanding minus the aggregate of the number of that class of listed voting shares sought plus the number of that class of listed voting shares owned directly or indirectly by the offeror, its insiders, associates and affiliates;

- (o) "stock exchange take-over bid" means a take-over bid, other than a normal course purchase, made through the facilities of the Exchange; and
 - (p) "take-over bid" means, subject to section 23.01(3), a purchase of or an offer made to shareholders generally to purchase such number of the listed voting shares of an offeree company that, together with the offeror's presently owned shares, will in the aggregate exceed 20% of the outstanding listed voting shares of the company.
- (2) In this Part, the terms "affiliate", "director", "insider", "material change", "offeree company", "offeror" and "offeror's presently-owned shares" shall have the respective meanings assigned to them in the Securities Act (Ontario).
 - (3) Where the statute under which the offeree company is incorporated defines the term "take-over bid" in terms of the aggregate of acquisition and holding of 10% of the voting shares, rather than 20% as in the Securities Act, the provisions of this Part shall apply as though the references herein were to 10% rather than 20%.
 - (4) For purposes of this Part, a purchase shall be deemed to have taken place when the offer to buy or the offer to sell, as the case may be, is accepted.
 - (5) For purposes of sections 23.01(1)(j), 23.12, and 23.15, a person or company shall be deemed to be the beneficial owner of a listed voting share if that person or company has the right to acquire, directly or indirectly, beneficial ownership of such listed voting share within a period of 60 days, including but not limited to any right to acquire through the exercise of any option, warrant, right or subscription privilege or through the conversion or exchange of a security.

23.02 Obligations of Offeror

- (1) No offeror shall make a take-over bid through the facilities of the Exchange except in accordance with the provisions of this Part, and failure by the offeror to comply with any of the provisions of this Part shall mean that the take-over bid shall be deemed not to be made through the facilities of the Exchange.
- (2) Subject to section 23.15(1), an offeror making a normal course purchase shall file with the Exchange, in form and substance acceptable to the Exchange, a notice of intention containing the information required by section 23.15(2).
- (3) Subject to section 23.02(5), an offeror shall not attach any conditions to a stock exchange take-over bid other than the maximum number of listed voting shares sought, which shall be the number of shares it is obliged to take up.

- (4) Without the approval of the Exchange, the offeror shall not take up more than the number of listed voting shares sought.
- (5) A stock exchange take-over bid shall not be withdrawn except pursuant to section 23.09(b), or if the Exchange is satisfied that any undisclosed action prior to the date of the offer or any actions subsequent to that date by the board of directors or senior officers of the offeree company or by a person or company other than the offeror, effects a material adverse change in the affairs of the offeree company.
- (6) No stock exchange take-over bid may be made when the listed voting shares of the offeree company are currently the object of a take-over bid made by way of a take-over bid circular under the Securities Act (Ontario).
- (7) No stock exchange take-over bid may be made unless notice in accordance with section 23.03 is given to and accepted by the Exchange.
- (8) An offeror that does not have a list of registered shareholders of the offeree company may request that the Exchange obtain such a list and upon receipt thereof shall communicate the terms of the offer in accordance with section 23.02(9).
- (9) An offeror making a stock exchange take-over bid shall, forthwith after acceptance of the notice thereof by the Exchange, take the following steps to inform shareholders of the offeree company of the terms of the offer:
 - (a) disseminate details of the offer to the news media in the form of a press release;
 - (b) communicate the terms of the take-over bid, by first class mail, and by advertising in the manner prescribed by the Exchange or by such other means as may be approved by the Exchange, to each holder of shares of the class of listed voting shares of the offeree company that is the object of the take-over bid, and to each holder of securities convertible into or exchangeable for such shares;
- (10) The Exchange may deem any take-over bid made through the facilities of the Exchange to be a stock exchange take-over bid.

23.03

Notice by Offeror

- (1) The notice of a stock exchange take-over bid given by the offeror to the Exchange shall provide the following by way of a declaration and certificate, in a form acceptable to the Exchange:
 - (a) the identity of the offeree company and the listed voting shares that are the subject of the bid;

- (b) the price to be paid per share and the number of shares sought;
- (c) the number of all shares of the offeree company owned directly or indirectly by it, by each of its directors and senior officers and their associates and affiliates, and by its other insiders and by their associates and affiliates;
- (d) where known to the directors and senior officers of the offeror, the number of all shares of the offeree company traded by the persons referred to in section 23.03(1)(c) during the six-month period preceding the date of filing of the notice, including the purchase or sale price and the date of each such transaction;
- (e) the number of all shares of the offeree company covered by all commitments made by it, its insiders, associates and affiliates to acquire such shares, other than those covered by the bid, and the terms and conditions of such commitments;
- (f) the market price of the listed voting shares that are the subject of the bid immediately before announcement of the bid, and, where reasonably ascertainable, a summary showing in reasonable detail the volume of trading and price range of the shares of the offeree company for which the bid is made in the twelve-month period preceding the date of filing of the notice;
- (g) the particulars of any arrangement or agreement made or proposed to be made between the offeror and any director or senior officer of the offeree company, including particulars of any payment or other benefit proposed to be made or given by way of compensation for loss of office or for their remaining in or retiring from office if the bid is successful;
- (h) the particulars of any information known to it of any material change in the affairs of the offeree company, or any material fact concerning the securities of the offeree company, which has not been generally disclosed;
- (i) information regarding any plans or proposals of the offeror to liquidate the offeree company, to sell, lease or exchange all or substantially all of the assets of the offeree company, or to amalgamate such company with any other company, or to make any other major change in the business, corporate structure, management or personnel of the offeree company;
- (j) a statement of any right of appraisal the offeree shareholders may have under applicable laws and whether the offeror intends to exercise any right of acquisition it may have under applicable corporate legislation;

- (k) a statement of the rights provided by subsection 127(1) of the Securities Act (Ontario);
 - (l) a statement to the effect that the bid may only be withdrawn pursuant to section 23.09(b), or in the circumstances referred to section 23.02(5);
 - (m) information satisfactory to the Exchange regarding the identity and financial resources of the offeror, including, if it is not a listed company,
 - (i) if it is a corporation, the names of its directors, officers and principal shareholders; and
 - (ii) if it is a partnership, the names of its partners, and suitable disclosure regarding any corporate partners.
- (2) The notice shall conclude with a statement declaring and certifying that:
- (a) the foregoing is complete and accurate, and in compliance with Part XXIII of the General By-law of The Toronto Stock Exchange;
 - (b) the contents of the notice and the making of the offer have been authorized by the offeror, and in the case of an offeror that has directors, by its board of directors; and
 - (c) the notice contains no untrue statement of a material fact and does not omit to state a material fact that is required to be stated or that is necessary to make a statement not misleading in the light of the circumstances in which it is made.
- (3) A copy of the notice shall be filed forthwith with the Ontario Securities Commission and the offeree company.

23.04

Offeree Directors' Press Release

- (1) The board of directors of the offeree company shall, within seven trading days of the acceptance by the Exchange of the notice of a stock exchange take-over bid, issue a press release recommending acceptance or rejection of the offer, or indicating that they came to no decision, and deliver a copy of such press release to the Exchange and to the Ontario Securities Commission.
- (2) Failure by the board of directors of the offeree company to comply with the requirements of subsection 23.04(1) shall not invalidate the operation of the stock exchange take-over bid.

23.05 Book for Receipt of Tenders

A book for receipt of tenders shall be opened on the floor not sooner than the eleventh clear trading day after the date on which notice of a stock exchange take-over bid is accepted by the Exchange and at such time, and for such length of time, as may be determined by the Exchange.

23.06 Conduct of Members

The following provisions shall apply to members of the Exchange in respect of stock exchange take-over bids:

- (a) no member shall knowingly assist or participate in the tendering of more listed voting shares than are owned by the tendering party; and
- (b) tendering, trading and settlement by members shall be in accordance with such rules as the Exchange shall specify to govern each bid.

23.07 Allotment Procedure

- (1) Where in a stock exchange take-over bid more shares are tendered than the number of shares sought, the offeror shall take up a proportion of all shares tendered equal to the number of shares sought divided by the number of shares tendered, and the members shall make allocations in respect of shares tendered in accordance with the instructions of the Exchange.
- (2) As soon after the opening of the book for receipt of tenders as may be possible, the Exchange shall announce the total number of shares acquired by the offeror pursuant to the terms of the offer and the allocation thereof.

23.08 Odd Lots

If an allotment is made pursuant to section 23.07, notwithstanding section 11.15(4), for the three trading days after the announcement referred to in section 23.07(2), including the day normal trading resumes, registered traders shall be obligated to trade odd lots in the class of listed voting shares of the offeree company bid for at a price equivalent to the board lot market price.

23.09 Competing Stock Exchange Take-over Bids

If a competing stock exchange take-over bid is made, the stock exchange take-over bids shall be governed by the following additional provisions:

- (a) neither the ranking bid nor the last bid may be withdrawn, and the offerors making such bids must take up all shares

tendered to them, up to their respective numbers of shares sought;

- (b) a bid that is neither the ranking bid nor the last bid may be withdrawn within 24 hours of the announcement of the last bid;
- (c) the terms of the ranking bid may not be altered except to increase the average bid value thereof;
- (d) upon acceptance of notice of a competing bid pursuant to sections 23.02(7) and 23.03, the books in respect of each bid shall be opened on the same date, which date shall be fixed by the Exchange and shall not be earlier than 2 clear trading days after the date previously determined in accordance with section 23.05 in respect of the initial bid;
- (e) books for the receipt of tenders shall be opened in respect of all existing bids, and upon the closing of the books, the Exchange shall determine and disclose to each offeror,
 - (i) the number of shares tendered in total, and
 - (ii) the number of shares tendered on each bid,
 and each offeror shall take up and pay for all shares tendered to it, subject to allocation;
- (f) for a period of two complete trading sessions following the taking up of shares referred to in paragraph (e), any offeror may acquire all or part of the shares taken up and paid for by any other offeror for the purpose of completing the stock exchange take-over bid, and such transactions shall be deemed to be a stock exchange take-over bid which is not subject to the other provisions of this Part.

23.10 Competing Circular Bids

- (1) Where a circular bid is made during the period from the acceptance by the Exchange of a notice in respect of a stock exchange take-over bid for shares of the same listed offeree company to the opening of the book for receipt of tenders to such stock exchange take-over bid, the date for the book in respect of any stock exchange take-over bid for the shares of such company shall be fixed by the Exchange, and such date shall be either:
 - (a) no earlier than the twenty-first day after the day on which notice in respect of the initial stock exchange take-over bid was accepted by the Exchange; or
 - (b) provided that the offeror making such stock exchange take-over bid makes a circular bid, the original date of the book or such later date as the Exchange may determine is necessary for dissemination of information.

- (2) Where section 23.10(1) applies, an offeror making a stock exchange take-over bid shall elect whether paragraph (a) or (b) of section 23.10(1) is to apply within 48 hours of the announcement of the circular bid.

23.11

Amendments to Stock Exchange Take-over Bids

- (1) The terms of a stock exchange take-over bid may be amended to increase the price per share offered or the number of shares sought or to agree to pay an amount in respect of the seller's commission or a combination thereof. Such amendment shall be made by filing with the Exchange a notice of amendment in form and substance satisfactory to the Exchange.
- (2) Forthwith upon acceptance of the notice of amendment by the Exchange, the offeror shall issue a press release containing all of the information set forth in such notice of amendment, including an indication of any change in the date of the book. The offeror shall disseminate such notice of amendment in such manner as the Exchange may deem to be appropriate in the circumstances.
- (3) Where the offeror becomes aware of a significant change in any of the information contained in the notice in respect of a stock exchange take-over bid, the offeror shall file a notice of change with the Exchange and, forthwith upon acceptance of the notice of change by the Exchange, the offeror shall announce such change together with information as to any change in the date of the book made pursuant to section 23.16 and shall disseminate such announcement in such manner as the Exchange may deem appropriate in the circumstances.

23.12

Purchases During a Take-over Bid

An offeror making a circular bid and, if exempted under section 23.16, an offeror making a stock exchange take-over bid may only purchase shares through the facilities of the Exchange provided that:

- (a) the intention of the offeror to make such purchases is stated in the notice of the stock exchange take-over bid, or in the take-over bid circular, as the case may be;
- (b) such purchases do not begin until the third clear trading day following the date of the take-over bid;
- (c) such purchases, together with all purchases through the facilities of a stock exchange or otherwise made by the offeror or any person or company acting jointly or in concert with it during the preceding 90 days, do not involve the acquisition or more than 5 percent of the voting shares of the offeree company at the time of such purchases;
- (d) the offeror issues and files with the Exchange a press release forthwith after the close of each trading day on which it has

purchased shares under this subsection disclosing the number of shares of the offeree company purchased that day, the average price paid per share, the aggregate number of shares of the offeree company purchased up to and including that day under this subsection during the currency of the take-over bid, and the average price paid for such shares; and

- (e) if the offeror pays a price for such shares that is higher than the price offered pursuant to the stock exchange take-over bid, then the price offered pursuant to the stock exchange take-over bid must be increased to equal such higher price.

23.13 Notice of Insider Bid

The notice in respect of an insider bid shall, in addition to the information required by section 23.03, provide the information required by the Exchange's Policy Statement on Stock Exchange Take-over Bids and Issuer Bids, as amended from time to time.

23.14 Issuer Bids

Notwithstanding section 23.15, a listed company shall not make an issuer bid through the facilities of the Exchange except in accordance with the requirements of the Exchange.

23.15 Normal Course Purchases

- (1) An offeror is exempted from the requirements of this Part where the purchase or purchases of listed voting shares of a listed offeree company, together with the aggregate of all purchases of such shares made by the offeror during the preceding twelve months, through the facilities of a stock exchange or otherwise, do not aggregate more than 5 per cent of the listed voting shares of such company outstanding at the time such purchase is made.
- (2) A notice of intention to make a normal course purchase shall provide the following information, in a form acceptable to the Exchange:
 - (a) the identity of the offeror, the name of the listed offeree company and the listed voting shares that are the subject of the normal course purchase;
 - (b) the maximum number of shares that may be purchased through the facilities of a stock exchange;
 - (c) the date on which the normal course purchases may commence and the date on which the notice of intention will expire;
 - (d) a statement that the purchases will be effected through the facilities of the Exchange, and a statement of the other exchanges, if any, on which purchases may be made;

- (e) the number and designation of any securities of the listed offeree company purchased or sold by the offeror, through the facilities of a stock exchange, by private agreement or otherwise, during the twelve months preceding the date of the notice of intention; and
 - (f) the purpose or purposes of the purchases and proposed purchases.
- (3) The notice of intention in respect of a normal course purchase shall conclude with a statement, signed by the offeror, or a director or senior officer thereof, declaring and certifying that the Notice is complete and accurate, and in compliance with Part XXIII of the General By-law of The Toronto Stock Exchange, and that the notice contains no untrue statement of a material fact and does not omit to state a material fact that is required to be stated or that is necessary to make a statement not misleading in the light of the circumstances in which it was made.
 - (4) An offeror making a normal course purchase need not commit itself to acquiring any specific number of shares, so long as the offeror intends to acquire shares and states either the number of shares it intends to acquire or the maximum number of shares that may be acquired.
 - (5) A notice of intention to make a normal course purchase may not extend for a period of more than six months from the date of acceptance by the Exchange.
 - (6) If within six months of the expiration of a normal course purchase the offeror files a new notice of intention to make a normal course purchase in respect of the same offeree company, the notice of intention need not repeat, but may instead reaffirm the accuracy of, those parts of the notice of intention for such prior normal course purchase that continue to be accurate.
 - (7) An offeror making a normal course purchase shall not purchase any shares of the offeree company until the second trading day following the acceptance by the Exchange of the notice of intention and the issuance of a press release with respect to the intended normal course purchase.

23.16

Powers of the Exchange

The Exchange may, subject to such terms and conditions as it may impose:

- (a) require additional disclosure or impose additional obligations on a person or company proposing to make or making a stock exchange take-over bid where, in the opinion of the Exchange, it would be beneficial to the public interest to do so;

- (b) determine that any person or company shall not be permitted to purchase shares through the facilities of the Exchange;
- (c) delay the date upon which the book in respect of a stock exchange take-over bid is to be opened to such date as it may, in its discretion, determine on the occurrence of any of the following:
 - (i) the announcement or making of a competing bid or a circular bid for shares of the same listed offeree company;
 - (ii) the acceptance of a notice of change or a notice of amendment of the terms of that stock exchange take-over bid or of a competing bid, or the announcement of a change in the terms of a circular bid for shares of the same listed offeree company; or
 - (iii) any other event that, in the opinion of the Exchange, justifies such a delay;
- (d) permit the offeror to extend its stock exchange take-over bid after the announcement referred to in section 23.07(2);
- (e) determine whether a stock exchange take-over bid is the ranking bid; and
- (f) exempt any person or company from any requirements of this Part where in the opinion of the Exchange it would not be prejudicial to the public interest to do so."

PASSED AND ENACTED BY THE BOARD OF GOVERNORS this 26th day of June 1984 to be effective on a date to be announced.

CHAIRMAN

SECRETARY

POLICY STATEMENT ON STOCK EXCHANGE TAKE-OVER BIDS AND ISSUER BIDS

I. INTRODUCTION

On June 26, 1984, the Exchange amended Part XXIII of its General By-Law, which governs take-over bids made through Exchange facilities. These amendments are intended to codify existing rules, policies and procedures, and to address a number of substantive concerns, particularly the scope of the normal course purchase exemption. The amendments are of an interim nature only, pending completion of comprehensive amendments to Part XXIII to regulate take-over bids, issuer bids and insider bids.

This Policy Statement is intended to explain and clarify Part XXIII as amended, and to replace the December 1976 Explanatory Memorandum Re Implementation of Regulations to Govern Exchange Transactions Pursuant to Take-over Bids as Defined by the Securities Act, as well as Notice to Members No. 1999 of November 7, 1979, Re Current Procedures for Take-over Bids, Issuer Bids and Insider Bids through the Facilities of the Stock Exchange. Normal course issuer bids are addressed in the Exchange's Policy Statement on Normal Course Issuer Bids, which came into force October 1, 1983.

II. BACKGROUND AND POLICY PREMISES

The statutory rules regulating take-over bids form a closed system. That is, all purchases made by an offeror must proceed by way of the procedures stipulated by the relevant securities statute unless the transaction(s) may be brought within the ambit of an exemption from the rules. One of these exemptions is for offers made through the facilities of a recognized stock exchange. This exemption has been available since the first statutory take-over bid rules were introduced in the 1966 Ontario Securities Act.

The Exchange's rules governing take-over bids made through its facilities have been amended and adapted from time to time in the light of experience and in response to changing practices. The rules are intended to be simple and efficient, and to protect investors, while balancing the goals of maintaining confidence and neutrality as between the offeror, the offeree company management and competing offerors. As with the rules applicable to circular offers, the stock exchange take-over bid rules specify periods for disclosure, solicitation and take-up of shares tendered pursuant to an offer. The rules are designed to give the offeree shareholders sufficient time to digest the notice of the bid and their directors' response thereto, seek advice, and respond to the offer, thereby mitigating the pressure created by the offer of a premium price and a limited time frame in which to consider the offer. They also counterbalance the offeror's informational advantage by requiring it to disclose all relevant facts known to it, as well as its intentions for the target company if the offer should succeed. In the case of offers for less than all the shares, shares tendered must be taken up pro rata, thereby allowing all shareholders to participate in the offer. In effect, the rules require that all shareholders must have an equal opportunity to participate when a take-over bid is made. Except that offers made through the facilities of the Exchange are restricted to cash consideration, cannot be withdrawn (except in limited circumstances) and may not specify a minimum number of shares that must be tendered before the offeror is bound to take them up, they are very similar to offers made by way of a take-over bid circular: the stock exchange take-over bid rules are not intended to (nor do they) reduce the effective protection available to shareholders.

III. PROCEDURES FOR TAKE-OVER BIDS, ISSUER BIDS AND INSIDER BIDS MADE THROUGH THE FACILITIES OF THE EXCHANGE

1. Take-Over Bids

The Securities Act Exemption for Stock Exchange Take-over Bids

Section 88(2)(a) of the Securities Act (Ontario) exempts from the statutory requirements applicable to a take-over bid, as defined, a take-over bid "made

through the facilities of a stock exchange recognized by the Commission for the purpose of this section according to the by-laws, regulations or policies of the stock exchange."

Definition of "Stock Exchange Take-over Bid"

Section 23.01 of the By-law defines "stock exchange take-over bid" as "a take-over bid, other than a normal course purchase, made through the facilities of the Exchange." "Take-over bid" means "a purchase of or an offer made to shareholders generally to purchase such number of the listed voting shares of an offeree company that, together with the offeror's presently owned shares, will in the aggregate exceed 20% of the outstanding listed voting shares of the company." This definition is subject to section 23.01(3), which provides that where the law under which the offeree company is incorporated defines "take-over bid" in terms of the aggregate of the acquisition and holding of 10% of the voting shares, rather than 20%, the provisions of Part XXIII apply as though the references therein were to 10% rather than 20%. "Normal course purchase" means a take-over bid made by way of a purchase or purchases on the Exchange of such number of listed voting shares of a listed offeree company that, together with all purchases of listed voting shares made in the preceding 90 days through the facilities of a stock exchange, or otherwise, does not aggregate 5% of the listed voting shares of such company outstanding at the time that such purchase is made.

It follows from the definition of "take-over bid" in section 23.01 and the wording of the exemption provided by section 88(2)(a) of the Securities Act that a bid not made in compliance with the by-laws, rules and regulations or policies of the Exchange will be deemed not to be made through the facilities of the Exchange and therefore will lose the benefit of the exemption under section 88(2)(a).

Procedure Applicable to Stock Exchange Take-over Bids

1. Intention to make a stock exchange take-over bid

Anyone proposing to make a stock exchange take-over bid should first approach Exchange staff to advise them of the proposal. This will facilitate

effective market surveillance and timely disclosure, in addition to providing an early opportunity to discuss applicable procedures.

2. Submission of draft notice

The offeror must prepare and submit to Exchange staff a draft of the Notice required under Part XXIII of the By-law. The disclosure requirements are set out in section 23.03. Section 23.03(1)(k) requires that the Notice include a statement of the rights provided by subsection 127(1) of the Securities Act. The following language is recommended:

Under Section 127 of the Securities Act, if this document contains a misrepresentation, every offeree shall be deemed to have relied thereon and may elect to exercise a right of action for rescission or damages against the offeror or right of action for damages against every person who, on the date the document was signed, was a director of the offeror and each person who signed the certificate below. The statutory right of action for rescission or damages is in addition to and without derogation from any other right which offerees may have at law. The statutory right of action is subject to a number of statutory defences. No action shall be commenced to enforce the statutory right referred to above more than:

- (a) in the case of an action for rescission, 180 days after the date of the transaction which gave rise to the cause of action; or
- (b) in the case of any other action, the earlier of 180 days after the plaintiff first had knowledge of the facts giving rise to the cause of action or three years after the date of the transaction that gave rise to the cause of action.

3. Evidence of satisfactory financial arrangements to complete the purchase

Section 23.03(1)(m) requires the offeror to provide information satisfactory to the Exchange regarding its identity and financial resources. Normally, the Exchange will require a bank letter or some other satisfactory evidence that the offeror has access to sufficient funds to pay for any shares that it must take up pursuant to the offer.

4. Acceptance of the Notice

When the draft Notice is in satisfactory form, the offeror submits a copy of the final version, duly executed, for acceptance by the Exchange. press release should be issued by the offeror announcing that the Notice has been accepted by the Exchange and indicating the terms of the offer.

5. Notice to Members

After acceptance of the Notice, the Exchange will issue a Notice to Members containing a copy of the Notice filed by the offeror, together with the Exchange's trading and settlement rules governing the offer.

6. Communication with shareholders

Section 23.02(8) requires that the terms of the offer be communicated to all holders of the target securities by first class mail and advertising, or by such other means as may be approved by the Exchange. Normally, the Exchange requires that the offer be mailed to all shareholders and that an advertisement containing a summary of the offer be placed in a national newspaper of sufficiently wide circulation to assure dissemination of the offer to all shareholders resident in Canada. If the offer is to remain open for a period equal to or longer than the period required for circular bids, the Exchange will consider waiving the advertising requirement. In the event of a disruption in postal service, or in cases where there are only a few shareholders in a particular province, direct communication with such shareholders, by telephone, telegraph or telex would be acceptable. Exchange members shall make reasonable efforts to communicate the terms of the bid to all clients who are shown on their books as holding target shares.

7. Time period within which bid must remain open

Section 23.05 of the By-law provides that the book for receipt of tenders may not be opened until the morning of the 11th clear trading day after acceptance of the Notice. It is important to note that the time begins to run from acceptance of the Notice and not from the time of mailing. Nevertheless, if the Notice is not mailed to shareholders within a reasonably short period following acceptance, the Exchange will require that the time for the offer be extended in order to ensure adequate dissemination. If the offer is to remain open for the minimum period, i.e., until the morning of the 11th clear trading day after acceptance of the Notice, then mailing of the Notice must occur within 24 hours of acceptance of the Notice by the Exchange.

8. Purchases during a take-over bid

Pursuant to section 23.12, an offeror making a circular bid, and if exempted by the Exchange, an offeror making a stock exchange take-over bid may only purchase shares through the facilities of the Exchange, provided that the offeror limits such purchases to the normal course purchase rules, and reports such purchases to the Exchange on a daily basis. Such exemption will normally only be granted by the Exchange under s. 23.16 (Powers of the Exchange) where there is a competing circular bid.

Section 23.01 defines normal course purchase as follows:

"normal course purchase" means a take-over bid made by way of a purchase or purchases on the Exchange of such number of listed voting shares of a listed offeree company that, together with all purchases of listed voting shares made in the preceding 90 days through the facilities of a stock exchange, or otherwise, other than purchases by way of a stock exchange take-over bid or circular bid, does not aggregate 5% of the listed voting shares of such company outstanding at the time that such purchase is made;

In determining the number of shares purchased by an offeror, shares purchased by associates and affiliates of the offeror are included.

Accordingly, an offeror, its associates and affiliates may only purchase shares through the Exchange if the proposed purchase plus all other purchases during the previous 90-day period amount to under 5 percent of the outstanding listed voting shares of the target company. Reference should be made to section 23.01(5) which defines listed voting shares.

9. Competing bids

Sections 23.09 and 23.10 contain specific provisions applicable if a competing bid is made.

In the case of competing stock exchange take-over bids, neither the ranking bid nor the last bid may be withdrawn, the ranking bid being the stock exchange take-over bid that yields the highest average bid value. For the purpose of calculating the ranking bid, the market price is the simple average of the closing price, if any, of the shares for each of, and no more than, the ten trading days preceding the Exchange's acceptance of the Notice in respect of the initial stock exchange take-over bid. The calculation of each competing bid's average bid value should be made at the time of the announcement of the last bid. Section 23.09(d) provides that the books in respect of the competing stock exchange take-over bids must be opened on the same date, which date is fixed by the Exchange.

Section 23.10 provides for different time periods during which a stock exchange take-over bid must remain open if a competing circular bid is made, so that the offeror in the circular bid will not be put at an unfair competitive disadvantage vis-a-vis the offeror in the stock exchange take-over bid. The rule applies where a circular bid is announced during the period from the acceptance by the Exchange of the Notice in respect of a stock exchange take-over bid to the opening of the book for receipt of tenders to such a stock exchange take-over bid. If a competing circular bid is made, then the offeror making the stock exchange take-over bid must elect whether paragraph (a) or (b) of section 23.10(1) is to apply within 48 hours of the announcement of the circular bid.

10. Amendments to bids

Section 23.11 provides that the terms of a stock exchange take-over bid may be amended, but only to increase the price offered per share or the number of shares sought or to agree to pay an amount in respect of the seller's commission or a combination thereof. Notice must be given pursuant to section 23.11. In the case of ranking bids, section 23.09(c) provides that the terms of such bids may not be altered except to increase the average bid value thereof.

11. Withdrawal of bids

Subject to section 23.09(b), section 23.02(5) provides that a stock exchange take-over bid may not be withdrawn unless the Exchange is satisfied that any undisclosed action prior to the date of the offer or any actions subsequent to that date by the board of directors or senior officers of the offeree company or by an person or company other than the offeror, effects an adverse material change in the affairs of the offeree company. Section 23.09(b) pertains to the situation where there are competing stock exchange take-over bids, and permits a bid that is neither the ranking bid nor the last bid to be withdrawn.

12. Time of book

Normally, a book for receipt of shares tendered to a stock exchange take-over bid is opened on the trading floor between 9:00 a.m. and 9:30 a.m. on a particular day. However, the Exchange recognizes that in certain circumstances -- for example, to facilitate simultaneous acceptance and settlement -- it may be desirable to open the book at other times, such as between 4:00 p.m. and 5:00 p.m.

13. Extension of the bid

Pursuant to section 23.16, the Exchange may, in its discretion, and at the request of the offeror, grant an extension of the bid after the deposit of

shares, and will normally do so where the offeror has failed to acquire the number of shares that it originally intended to acquire.

14. Rounding up

In order to simplify the pro-rating and to reduce the number of odd lots, the Exchange may request the offeror to take up a number of shares slightly in excess of the number for which it was originally bidding.

15. Conduct of members (section 23.06)

Previously, Part XXIII of the General By-Law required members tendering shares to provide a declaration setting out the certificate numbers of the shares being tendered, together with an explanation, satisfactory to the Exchange, as to why any shares being tendered were not evidenced by share certificate numbers. This requirement was imposed to guard against short tendering. Since then, however, there have been developments in tendering and settlement practices, and the Exchange has gained considerable experience in regulating stock exchange take-over bids. It is now thought more appropriate to set out the procedures to guard against short tendering in the trading and settlement rules that the Exchange establishes for each stock exchange take-over bid. This affords the Exchange flexibility to set rules that are appropriate to particular offers. The trading and settlement rules generally will stipulate that members who are short must provide the lost benefit of the tender. This requirement, in addition to the Exchange's other trading and tendering rules, effectively protects the integrity of the prorate.

Shares tendered by professional trading or house accounts may now be included in the shares tendered in determining the number of shares to be taken up by the offeror pursuant to section 23.07(1).

2. Normal Course Purchases

A normal course purchase, as defined by section 23.01(1)(j), may be made without notice to the Exchange and in accordance with normal Exchange procedures without compliance with the procedures applicable to stock exchange take-over bids as set out above, where the purchases would not exceed 5 percent in a 12-month period. Where the purchases would exceed 5% in a 12-month period, a press release and prior notice of intention is required, pursuant to section 23.15(2). The Exchange will publish a summary of the notice in its daily bulletin and make the notice available for inspection in its public files.

3. Issuer Bids

Section 23.14 of the By-law stipulates that a listed company may buy its listed shares through the facilities of the Exchange only in accordance with Exchange requirements. Issuer bids made through Exchange facilities fall into two categories:

- (i) Normal Course Issuer Bids - Normal course issuer bids are limited market purchases made at the market price over an extended period of time. The Exchange's requirements with respect to normal course issuer bids are set out in the Policy Statement on Normal Course Issuer Bids.
- (ii) Substantial Issuer Bids - Substantial issuer bids are issuer bids that are not normal course issuer bids. The rules applicable to substantial issuer bids are a combination of the stock exchange take-over bid rules and the disclosure requirements contained in the Regulation under the Securities Act and OSC Policy 9.1. Substantial issuer bids are regulated by the co-ordinated efforts of the staff of the Market Policy Division and the Ontario Securities Commission.

4. Insider Bids

Where a stock exchange take-over bid is made by any insider of a listed offeree company or any associate or affiliate of an insider, the Notice in respect of the bid must include the information required by OSC Policy 9.1.

IV. EXCHANGE DISCRETION

Section 23.16 allows the Exchange to relieve any person from the provisions of Part XXIII where it would not be prejudicial to the public interest to do so, and to impose such other obligations as circumstances may warrant, on such terms and conditions as the Exchange may consider appropriate. The Exchange has discretion to deny such person or company the use of Exchange facilities. Any exemptions will only be granted after prior discussion with and the concurrence of the Director of the Ontario Securities Commission.

V. OFFERS OTHER THAN TAKE-OVER BIDS

Exchange facilities are available for offers that technically do not constitute take-over bids, such as offers for non-voting shares or offers for quantities of shares that are significant but less than the take-over bid threshold under applicable securities legislation and Exchange requirements. Parties interested in making such offers are invited to contact staff of the Market Policy and Market Operations Divisions of the Exchange for assistance.

CHAPTER 2

DECISIONS, ORDERS AND RULINGS

2.1 SEATTLE BANCORPORATION

Headnote

Section 73 - issuance of shares in U.S. company pursuant to "three-cornered merger" - all material sent to U.S. shareholders to be sent to Ontario shareholders and filed with the Commission - first trades only through U.S. stock exchange or NASDAQS - Ontario shareholders to be sent Ruling and letter specifying restrictions

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF SEATTLE BANCORPORATION

RULING (Section 73)

UPON the application of Seattle Bancorporation ("SB") to the Ontario Securities Commission (the "Commission") for a ruling pursuant to section 73 of the Securities Act, R.S.O. 1980, c. 466 (the "Act") that a proposed issuance of its common shares to the shareholders of Alaska Pacific Bancorporation ("APB") resident in Ontario is not subject to sections 24 and 52 of the Act;

AND UPON it appearing to the Commission that:

1. SB is a bank holding company under the Bank Holding Company Act (U.S.), incorporated under the laws of the State of Washington;
2. APB is a bank holding company incorporated under the laws of the State of Alaska;
3. SB proposes to acquire APB through a merger (the "Merger") of a wholly-owned subsidiary of SB with APB, followed by an exchange (the "Reorganization") of the common shares of APB, the surviving corporation, for newly issued common shares of SB on a share-for-share basis;

4. In connection with the solicitation of proxies for its shareholders' approval of the Merger and Reorganization, SB filed a Form S-14 with the United States Securities and Exchange Commission on April 30, 1984;
5. There are 4 shareholders of APB resident in Ontario who hold 2,330 of the 2,224,609 common shares of APB issued and outstanding;

AND UPON being satisfied that to make this ruling would not be prejudicial to the public interest;

IT IS RULED pursuant to subsection 73(1) of the Act that the issuance of common shares of SB to the shareholders of APB resident in Ontario in connection with the Merger and Reorganization is not subject to sections 24 and 52 of the Act, provided that:

1. The shareholders of APB resident in Ontario and the Commission shall be sent all written material in connection with the proposed Merger and Reorganization which is sent by APB or SB to the shareholders of APB resident in the United States;
2. the first trade in the common shares of SB to be issued to the shareholders of APB resident in Ontario shall be made either through the facilities of any stock exchange in the United States on which the common shares of SB may become listed or in the over-the-counter market in the United States if such common shares are quoted on the National Association of Securities Dealers Automated Quotation System at the time of such trade; and
3. SB shall send to each such shareholder of APB resident in Ontario a copy of this Ruling together with a letter specifically referring to the resale restrictions set out in condition 2 hereof.

July 17, 1984.

"Frank Iacobucci"

"J. W. Blain"

2.2 TRIO-ARCHEAN DEVELOPMENTS INC.

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF TRIO-ARCHEAN DEVELOPMENTS INC.

ORDER
(Section 79(b)(iii))

UPON the application, received and perfected May 31, 1984, of TRIO-ARCHEAN DEVELOPMENTS INC. (the "Issuer"), a company continued under the laws of British Columbia, to the Ontario Securities Commission (the "Commission") for an order pursuant to section 79(b)(iii) of the Securities Act, R.S.O. 1980, c.466, (the "Act") and Commission Policy 2.6 exempting the Issuer from the requirements of sections 76 and 78 of the Act;

AND UPON being satisfied that to do so would not be prejudicial to the public interest and that in the circumstances of this particular case there is adequate justification for so doing;

IT IS ORDERED pursuant to section 79(b)(iii) of the Act that the Issuer be and hereby is exempted from the requirement to file pursuant to section 76 and from the requirement to send pursuant to section 78 of the Act, interim financial statements for each of the first and third quarters of each of its financial years provided that:

1. This exemption shall be approved at the next annual meeting of security holders of the Issuer by a majority of the security holders entitled to vote thereat and the result of such vote shall be reported to the Commission in writing within ten business days of the meeting;
2. This exemption shall terminate forthwith after the occurrence of a material change in the affairs of the Issuer unless the Commission is satisfied that the exemption should continue.

July 17, 1984

"E. S. Miles"

"J. W. Blain"

2.3 TRI-ARC ENERGY LIMITED

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF TRI-ARC ENERGY LIMITED

ORDER
(Section 79(b)(iii))

UPON the application, received and perfected May 31, 1984, of TRI-ARC ENERGY LIMITED (the "Issuer"), a company incorporated under the laws of Australia, to the Ontario Securities Commission (the "Commission") for an order pursuant to section 79(b)(iii) of the Securities Act, R.S.O. 1980, c.466, (the "Act") and Commission Policy 2.6 exempting the Issuer from the requirements of sections 76 and 78 of the Act;

AND UPON being satisfied that to do so would not be prejudicial to the public interest and that in the circumstances of this particular case there is adequate justification for so doing;

IT IS ORDERED pursuant to section 79(b)(iii) of the Act that the Issuer be and hereby is exempted from the requirement to file pursuant to section 76 and from the requirement to send pursuant to section 78 of the Act, interim financial statements for each of the first and third quarters of each of its financial years provided that:

1. This exemption shall be approved at the next annual meeting of security holders of the Issuer by a majority of the security holders entitled to vote thereat and the result of such vote shall be reported to the Commission in writing within ten business days of the meeting;
2. This exemption shall terminate forthwith after the occurrence of a material change in the affairs of the Issuer unless the Commission is satisfied that the exemption should continue.

July 17, 1984

"E. S. Miles"

"J. W. Blain"

2.4 SIENNA RESOURCES 83-84 PROGRAM

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, C.466

AND

IN THE MATTER OF SIENNA RESOURCES 83-84 PROGRAM

ORDER
(Section 82)

UPON the application received July 12, 1984 and perfected July 18, 1984, of SIENNA RESOURCES 83-84 PROGRAM a Limited Partnership formed under the laws of Alberta, to the Ontario Securities Commission (the "Commission") for an order pursuant to section 82 of the Securities Act, R.S.O. 1980, c.466 (the "Act");

AND UPON it being represented that SIENNA RESOURCES 83-84 PROGRAM now has fewer than fifteen security holders whose latest address as shown on its books is in Ontario;

AND UPON the Commission being satisfied that to grant this order would not be prejudicial to the public interest;

IT IS ORDERED pursuant to section 82 of the Act that SIENNA RESOURCES 83-84 PROGRAM be and hereby is deemed to have ceased to be a reporting issuer for the purposes of the Act for so long as it shall have fewer than fifteen security holders whose latest address as shown on its books is in Ontario.

July 24, 1984

"J. W. Blain"

"E. S. Miles"

2.5 ALBANY-CHARTER 83/84 ENERGY PROGRAM

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, C.466

AND

IN THE MATTER OF ALBANY-CHARTER 83/84 ENERGY PROGRAM

ORDER
(Section 82)

UPON the application received April 16, 1984 and perfected June 13, 1984, of ALBANY-CHARTER 83/84 ENERGY PROGRAM a Limited Partnership formed under the laws of Alberta, to the Ontario Securities Commission (the "Commission") for an order pursuant to section 82 of the Securities Act, R.S.O. 1980, c.466 (the "Act");

AND UPON it being represented that ALBANY-CHARTER 83/84 ENERGY PROGRAM now has fewer than fifteen security holders whose latest address as shown on its books is in Ontario;

AND UPON the Commission being satisfied that to grant this order would not be prejudicial to the public interest;

IT IS ORDERED pursuant to section 82 of the Act that ALBANY-CHARTER 83/84 ENERGY PROGRAM be and hereby is deemed to have ceased to be a reporting issuer for the purposes of the Act for so long as it shall have fewer than fifteen security holders whose latest address as shown on its books is in Ontario.

July 24, 1984

"J. W. Blain"

"E. S. Miles"

2.6 LEHNDORFF CORPORATION

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF THE ONTARIO BUSINESS CORPORATIONS ACT,
R.S.O. 1982, C.4

AND

IN THE MATTER OF LEHNDORFF CORPORATION

ORDER

(Securities Act - Section 82 &
Ontario Business Corporations Act - Section 1(6))

UPON the application, received and perfected June 11, 1984, of LEHNDORFF CORPORATION a company incorporated under the laws of Ontario to the Ontario Securities Commission (the "Commission") for an order pursuant to section 82 of the Securities Act, R.S.O. 1980, c.466, (the "Act") and section 1(6) of the Ontario Business Corporations Act, R.S.O. 1982, c.4;

AND UPON it being represented that LEHNDORFF CORPORATION now has fewer than fifteen security holders whose latest address as shown on its books is in Ontario;

IT IS ORDERED pursuant to section 82 of the Securities Act, R.S.O. 1980, c.466 that LEHNDORFF CORPORATION be and hereby is deemed to have ceased to be a reporting issuer for the purposes of the Act for so long as it shall have fewer than fifteen security holders whose latest address as shown on its books is in Ontario.

AND IT IS FURTHER ORDERED pursuant to subsection 1(6) of the Ontario Business Corporations Act, R.S.O. 1982, c.4 that LEHNDORFF CORPORATION be and hereby is deemed to have ceased to be offering its securities to the public for so long as it shall have fewer than fifteen security holders whose latest address as shown on its books is in Ontario.

July 20, 1984

"J. W. Blain"

"G. M. Webster"

2.7 YORK RESOURCES N.L.

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF YORK RESOURCES N.L.

ORDER
(Section 79(b)(iii))

UPON the application, received and perfected June 14, 1984, of YORK RESOURCES N.L. (the "Issuer"), a company incorporated under the laws of Australia, to the Ontario Securities Commission (the "Commission") for an order pursuant to section 79(b)(iii) of the Securities Act, R.S.O. 1980, c.466, (the "Act") and Commission Policy 2.6 exempting the Issuer from the requirements of sections 76 and 78 of the Act;

AND UPON being satisfied that to do so would not be prejudicial to the public interest and that in the circumstances of this particular case there is adequate justification for so doing;

IT IS ORDERED pursuant to section 79(b)(iii) of the Act that the Issuer be and hereby is exempted from the requirement to file pursuant to section 76 and from the requirement to send pursuant to section 78 of the Act, interim financial statements for each of the first and third quarters of each of its financial years provided that:

1. This exemption shall be approved at the next annual meeting of security holders of the Issuer by a majority of the security holders entitled to vote thereat and the result of such vote shall be reported to the Commission in writing within ten business days of the meeting;
2. This exemption shall terminate forthwith after the occurrence of a material change in the affairs of the Issuer unless the Commission is satisfied that the exemption should continue.

July 20, 1984

"J. W. Blain"

"R. J. Kane"

2.8 COPCONDA-YORK RESOURCES INC.

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF COPCONDA-YORK RESOURCES INC.

ORDER
(Section 79(b)(iii))

UPON the application, received and perfected June 14, 1984, of COPCONDA-YORK RESOURCES INC. (the "Issuer"), a company incorporated under the laws of Canada, to the Ontario Securities Commission (the "Commission") for an order pursuant to section 79(b)(iii) of the Securities Act, R.S.O. 1980, c.466, (the "Act") and Commission Policy 2.6 exempting the Issuer from the requirements of sections 76 and 78 of the Act;

AND UPON being satisfied that to do so would not be prejudicial to the public interest and that in the circumstances of this particular case there is adequate justification for so doing;

IT IS ORDERED pursuant to section 79(b)(iii) of the Act that the Issuer be and hereby is exempted from the requirement to file pursuant to section 76 and from the requirement to send pursuant to section 78 of the Act, interim financial statements for each of the first and third quarters of each of its financial years provided that:

1. This exemption shall be approved at the next annual meeting of security holders of the Issuer by a majority of the security holders entitled to vote thereat and the result of such vote shall be reported to the Commission in writing within ten business days of the meeting;
2. This exemption shall terminate forthwith after the occurrence of a material change in the affairs of the Issuer unless the Commission is satisfied that the exemption should continue.

July 20, 1984

"J. W. Blain"

"R. J. Kane"

2.9 HOME OIL COMPANY

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, C.466

AND

IN THE MATTER OF HOME OIL COMPANY

ORDER
(Section 117(2) (a) (ii))

UPON the application received in completed form on July 17, 1984, of HIRAM WALKER RESOURCES LTD. (the "Applicant"), a company incorporated under the laws of the Province of Ontario, made on behalf of HOME OIL COMPANY (the "Issuer"), a company incorporated under the laws of Canada, to the Ontario Securities Commission (the "Commission") pursuant to section 117(2) (a) (ii) of the Securities Act, R.S.O. 1980, c.466 (the "Act") and Commission Policy 10.1; for an order exempting certain of its insiders from the requirements of sections 102 and 104 of the Act;

AND UPON the Applicant having submitted to the Commission a list of affiliated companies of the Issuer which it represents as disclosing all its major subsidiaries within the meaning of Commission Policy 10.1; and the Addendum thereto ("Major Subsidiaries") and all its major affiliates ("Major Affiliates") (Exhibit "A");

AND UPON the Commission pursuant to section 6 of the Act having assigned to me the power to make an order under section 117(2) (a) of the Act;

AND UPON being satisfied in the circumstances of this particular case there is adequate justification for making this Order, and the conditions herein seeming just and expedient;

IT IS ORDERED pursuant to section 117(2) (a) (ii) of the Act that the directors and senior officers of the subsidiaries and affiliates of the Issuer, excepting those hereinafter specified, be and they hereby are exempted from the requirements of sections 102 and 104 of the Act with respect to the Issuer;

AND IT IS FURTHER ORDERED that the exemptions contained in this Order do not apply to those directors and senior officers of subsidiaries and affiliates of the Issuer:

1. who in the ordinary course receive knowledge of material facts or changes with respect to the Issuer prior to general disclosure of such facts or changes;
2. who are or become directors or senior officers of any of the Major Subsidiaries and Major Affiliates;
3. who are or become insiders of the Issuer by reason of subparagraphs 1(1)(17)(i) or (iii) of the Act; or
4. whom the Commission has by further order denied the exemptions contained in this Order;

AND IT IS FURTHER ORDERED that the following are conditions of this Order:

1. The Applicant shall maintain a continuous review of the senior officers and directors of its affiliated companies and shall advise the Commission promptly of any of them which become, or cease to be, exempted by this Order;
2. The Applicant shall, upon the request of the Commission or its staff furnish any information reasonably necessary to determine whether a senior officer or director of any affiliate is or is not exempted by this Order.

July 19, 1984

"John F. Leybourne"

EXHIBIT "A"

Schedule dated March 7, 1984 to the Order
of the Ontario Securities Commission

Major Subsidiaries and Major Affiliates

1. Hiram Walker Resources Ltd.
2. Walker-Home Oil Ltd.
3. Scurry-Rainbow Oil Limited

2.10 HOLDINGS INCORPORATED/PENNZOIL COMPANY/GETTY OIL COMPANY

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF HOLDINGS INCORPORATED,
PENNZOIL COMPANY AND GETTY OIL COMPANY

ORDER
(Section 99(e))

UPON the application of Holdings Incorporated ("Holdings") and Pennzoil Company ("Pennzoil") received on January 25th, 1984 in completed form by the Ontario Securities Commission (the "Commission") pursuant to Section 99(e) of the Securities Act, R.S.O. 1980, c.466 (the "Act") for an order exempting it in part from the requirements of Part XIX of the Act;

AND UPON it being represented to the Commission that:

1. Holdings and Pennzoil are organized under the laws of the State of Delaware, one of the United States of America, and Holdings is a wholly owned subsidiary of Pennzoil.
2. The principal executive offices of Holdings and Pennzoil are located at Pennzoil Place, P.O. Box 2967, Houston, Texas, 77001.
3. Pennzoil has made an offer through Holdings to the holders of common stock (the "Common Shareholders") of Getty Oil Company (the "Company") to purchase 23,406,100 shares of the common stock without par value (shares subject to the offer and all other outstanding shares of common stock being hereinafter referred to as the "Shares") as outlined in and pursuant to the Offer to Purchase dated December 28, 1983 (the "Offer to Purchase") and the supplement dated January 18, 1984 (the "Supplement").
4. The Company is a Delaware corporation, with its principal executive offices located at 3810 Wilshire Boulevard, Los Angeles, California, 90010.
5. According to documents filed with the Securities and Exchange Commission of the United States (the "S.E.C."), there were 79,132,352 Shares of the Company outstanding as of November 7, 1983. In addition, according to the Company's Annual Report, there were 182,400 Shares under option pursuant to the Company's stock option plan.
6. According to publicly available information, Gordon P. Getty, as Trustee (the "Trustee") of the Sarah C. Getty Trust dated December 31, 1934 (the "Trust"), is the beneficial owner of 31,805,088 Shares (40.2% of the total outstanding Shares) and the J. Paul Getty Museum (the "Museum") is the beneficial owner of 9,320,340 Shares (11.8% of the total outstanding Shares). Therefore, the Trustee and the Museum hold in the aggregate 41,125,428 Shares, or 52% of the total outstanding.
7. At the date of the Offer to Purchase, Holdings owned 593,000 Shares, or less than 1% of the total outstanding Shares.

8. On Sunday, January 1, 1984, representatives of Pennzoil met with representatives of the Trustee and the Museum to discuss the Offer to Purchase and other related matters. These discussions resulted in the development and approval by the Trustee, the Museum and Pennzoil of a Memorandum of Agreement (the "Memorandum"), which established a plan (the "Plan"). The Plan was agreed to by Pennzoil, the Trustee and the Museum on Monday, January 2, 1984.
9. Pennzoil and the Trustee also entered into an agreement on January 2, 1984, which provided that, subject to the trustee's fiduciary obligations, the Trustee would support the Plan before the Board of Directors of the Company and would oppose any alternative proposals or other arrangements submitted to the Board that did not provide for Pennzoil's participation in the Company on the same basis as that contemplated by the Plan.
10. On Tuesday, January 3, 1984, further discussions took place among representatives of Pennzoil, the Museum, the Trustee and the Company, which resulted in an agreement to modify the Plan. The Board of Directors of the Company approved the Plan, as so modified, by a vote of 14 to 1.
11. On Friday, January 6, 1984, an announcement was carried by the Dow Jones News Service to the effect that Texaco Inc. ("Texaco") had announced that it had signed an agreement with the Museum providing for the purchase by Texaco of those of the Shares held by the Museum for U.S. \$125 per Share. Later that morning, Pennzoil released to the press the text of a message of the Chairman of the Board of Pennzoil, which had been wired to the Board of the Company, to the effect that Pennzoil expected the Company to comply with the terms of its agreement with Pennzoil and that, should the Company not do so, Pennzoil would commence legal action.
12. Later in the day of January 6, 1984, the Company announced that its Board of Directors had approved the proposed acquisition of the Company by Texaco. On Sunday, January 8, 1984, Texaco publicly announced that it had entered into a formal merger agreement with the Company. Texaco also stated that it would commence a cash tender offer for 35% of the outstanding Shares on Monday, January 9, 1984, at \$125 per Share in cash (the "Texaco Offer"). The Texaco Offer was commenced as announced on Monday, January 9, 1984.
13. Pursuant to the Offer to Purchase, Holdings offered to purchase up to 16,000,000 (or such greater number of Shares as Holdings may elect to purchase pursuant to the Offer) of the shares at U.S. \$100 net per Share, properly tendered on or prior to 12:00 midnight, New York City time, on Wednesday, January 25, 1984 and not subsequently withdrawn as provided in Section 3 of the Offer to Purchase. However, Pennzoil has determined that if, on or prior to the Expiration Date of the Offer (as that term is defined in Section 1 of the Offer to Purchase), any of the following of (i), (ii) or (iii) shall occur:
 - (i) a final order is issued by the Delaware Chancery Court, the terms of which require specific performance of substantially all of the terms of the agreement among Pennzoil, the Company, the Trustee and the museum approved by the Board of Directors of the Company on January 3, 1984; or
 - (ii) the Texaco Offer is withdrawn (unless such withdrawal is pursuant to an agreement between Texaco and the Company providing for acquisition of the Company by Texaco through means other than the

Texaco Offer) or Texaco is legally prohibited from proceeding with the acquisition of Shares; or

- (iii) if the Trustee is precluded by final court order from consummating its agreement to sell the Shares owned by the Trust to Texaco and Pennzoil acquires the legal right to purchase 14,000,000 Shares (or such other number of shares of Common Stock of the Company as shall be necessary to provide Pennzoil and the Trustee with a majority of the sum of the Shares that are outstanding and any additional shares of Common Stock of the Company subject to issuance upon the exercise of options of similar rights);

and either of the following of (iv) or (v) shall occur:

- (iv) Pennzoil reaches an agreement with the Trust satisfactory in form and substance to Pennzoil, the effect of which is to permit Pennzoil or a subsidiary to consummate a transaction on substantially the same terms as previously agreed to by Pennzoil and the Trustee on January 2, 1984 (except that the stockholders of the Company, other than the Trust and Pennzoil, will receive cash in the amount of \$125 per Share); or
- (v) any other events occur, the effect of which is to permit Pennzoil or a subsidiary to consummate a transaction on substantially the same terms as approved by the Board of Directors of the Company on January 3, 1984 (except that the stockholders of the Company, other than the Trust and Pennzoil, will receive cash in the amount of \$125 per Share);

then, Pennzoil will revise the terms of the Offer to provide for (a) an increase in the per Share amount of cash payable under the Offer to \$125 per Shares, and (b) an increase in the number of Shares for which the Offer is made to 23,406,100 Shares; provided, however, that Pennzoil may, in the alternative, terminate the Offer and propose a cash-out merger of the Purchaser with the Company, in which stockholders of the Company (other than the Trust and Pennzoil) receive \$125 per Share in cash. There is, of course, no assurance that any of the foregoing conditions can be fulfilled. The obligation of Pennzoil to acquire Shares pursuant to the Offer (whether or not it is amended as aforesaid) is subject to the terms and conditions of the Offer to Purchase and the Supplement.

- 14. On January 10, 1984, Pennzoil filed action in the Delaware Chancery Court against the Company, the Trustee, the Museum and Texaco. Pennzoil's complaint seeks a judgement ordering specific performance of the agreements among the Company, Pennzoil the Museum and the Trustee and, in the alternative, Damages and other relief.
- 15. Pennzoil has decided to continue its offer under the terms and conditions as set forth in the Offer to Purchase. However, as set forth above and more fully outlined in the Supplement, Pennzoil will revise the offer to increase the number of Shares to be purchased to 23,406,100 and to increase the price to be paid per share to U.S. \$125, upon the occurrence of certain events as set forth in the Supplement.
- 16. Holdings has determined that there are 45 Common Shareholders of record whose addresses are given as being in Ontario.

17. The Statistics Department of the Toronto Stock Exchange has advised that, while the Shares of the Company are listed for trading on the Toronto Stock exchange, no such Shares were traded in 1982 or 1983.
18. Pennzoil is making the offer in the United States of America pursuant to, and in accordance with, the terms and conditions of the Offer to Purchase dated December 28, 1983, except as set forth in the Supplement dated January 18, 1984. The offer is not conditional upon any minimum number of Shares being tendered.

AND UPON the Commission being of the opinion that to do so would not be prejudicial to the public interest;

IT IS ORDERED pursuant to Section 99(e) of the Act that Holdings and Pennzoil be and they are hereby exempted from the requirements of Part XIX of the Act with respect to the Offer to Purchase and the Supplement by Pennzoil through Holdings to the Common Shareholders for the Shares of the Company.

July 20, 1984

"J. W. Blain"

"R. J. Kane"

2.11 KCP RESOURCES INC.

Headnote

Section 73 - Issuance of shares to non-arm's length creditor

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF KCP RESOURCES INC.

RULING
(Section 73)

UPON the application of KCP Resources Inc. ("KCP") to the Ontario Securities Commission (the "Commission") for a ruling pursuant to section 73 of the Securities Act, R.S.O. 1980, c. 466 (the "Act") that a distribution (the "Distribution") of certain common shares of KCP to a company owned and controlled by R. Allan Scoon, the Chairman of the Board of KCP, be exempt from the requirements of sections 24 and 52 of the Act and that the first trade in the common shares acquired pursuant to the Distribution is not subject to section 52 of the Act;

AND UPON reading the application and recommendation of Commission staff;

AND UPON it appearing to the Commission that:

1. KCP, an Ontario corporation, is a reporting issuer under the Act, and is not in default of any requirements of the Act or the regulation made thereunder (the "Regulation");
2. The authorized capital of KCP consists of 1,500,000 common shares without nominal or par value, of which 799,808 are currently issued and outstanding;
3. The common shares are listed on the Alberta Stock Exchange;
4. KCP is indebted to 344811 Ontario Limited ("344811"), a company owned and controlled by R. Allan Scoon, the Chairman of the Board of KCP, for \$12,000 in past services rendered;
5. It is proposed that 23,341 common shares of KCP be placed with 344811 in satisfaction of this indebtedness;

AND UPON being satisfied that to make this ruling would not be prejudicial to the public interest;

IT IS RULED pursuant to subsection 73(1) of the Act that the issuance of the common shares by KCP to 344811 in satisfaction of the indebtedness owed by KCP to 344811 is not subject to sections 24 or 52 of the Act, provided that:

1. The first trades in the common shares acquired pursuant to this ruling by 344811 shall be made in accordance with the provisions of subsection 71(4) of the Act and the provisions of the Regulation, as if such common shares had been acquired by 344811 pursuant to an exemption referred to in subsection 71(4) of the Act, and in accordance with the provisions of subsection 71(7) and the provisions of the Regulation relating thereto where such first trades would be a distribution as defined in subparagraph 1(1)11(iii) of the Act;
2. KCP shall provide to 344811 a copy of this ruling together with a statement (the "Statement") that as a consequence of this ruling certain protections, rights and remedies provided by the Act, including statutory rights of rescission or damages, will be unavailable to 344811; and
3. KCP shall obtain from 344811 and shall file with the Commission a written acknowledgement that 344811:
 - (a) has received a copy of this ruling and of the Statement;
 - (b) is aware of the limitations imposed by this ruling upon the disposition by 344811 of the common shares that are the subject of this ruling; and
 - (c) waives the protections, rights and remedies referred to in the Statement to the extent that they otherwise may have been available to 344811.

July 20, 1984

"J. W. Blain"

"R. J. Kane"

2.12 PART XVII OF THE SECURITIES ACT/CERTAIN REPORTING ISSUERS

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF PART XVII OF THE SECURITIES ACT

AND

IN THE MATTER OF CERTAIN REPORTING ISSUERS

ORDER
(Section 140)

WHEREAS by an order (the "Policy 7.1 Order") published as Appendix A to Policy 7.1 of the Ontario Securities Commission (the "Commission") granted exemptions from certain of the obligations set out in Part XVII of the Securities Act, R.S.O. 1980, c. 466 (the "Act");

AND WHEREAS it seems to the Commission to be desirable and not prejudicial to the public interest to vary the Policy 7.1 Order to provide an additional exemption;

IT IS ORDERED that the Policy 7.1 Order be and it is hereby amended as follows:

1. An additional category of issuer is included in the third recital of the Policy 7.1 Order as follows:
 - (f) "Category F reporting issuer" means reporting issuers that are reporting issuers under the Securities Act (Quebec), S.Q. 1982, chapter 48.
2. Numbered paragraph 8 of the Policy 7.1 Order is repealed and the following substituted therefor:
 - (8) pursuant to subclauses 79(b)(ii) and 79(b)(iii) of the Act, that a category D or a category F reporting issuer shall, notwithstanding section 78 of the Act, not be obligated to send to holders of its securities in Ontario a financial statement filed under section 76 or section 77 of the Act concurrently with such filing, if

- (i) the filing under section 76 or section 77 is effected no later than 24 hours after the filing of the same statements with the Securities and Exchange Commission in the United States or the Commission des Valeurs Mobilières du Québec, as the case may be; and
- (ii) a news release summarizing or setting out the statement is released in Canada substantially concurrently with their filing with the Commission,

but the statements shall be distributed to security holders in Ontario as required by section 78 of the Act no later than the earlier of:

- (a) the last date upon which they could have been filed with the Commission in compliance with section 76 or section 77, as the case may be; or
- (b) the date on which they are delivered to security holders of the issuer resident in another jurisdiction.

July 24, 1984

"R. J. Kane"
"A. T. Holland"
"Peter J. Dey"

"J. W. Blain"
"E. S. Miles"
"G. M. Webster"

2.13 GEORGE WESTON LIMITED

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER GEORGE WESTON LIMITED

ORDER

(Section 117(2) (a) (ii))

UPON the application of GEORGE WESTON LIMITED (the "Issuer"), a Company incorporated under the laws of Canada to the Ontario Securities Commission (the "Commission") pursuant to section 117(2) (a) (ii) of the Securities Act, R.S.O. 1980, c.466, (the "Act");

AND UPON the Commission, pursuant to section 6 of the Act, having assigned to me the power to make such an Order;

AND UPON being satisfied in the circumstances of this particular case that there is adequate justification for so doing;

IT IS ORDERED pursuant to section 117(2) (a) (ii) of the Act that the insiders of the Issuer be and hereby are exempted from the reporting requirements of section 102 of the Act with respect to the acquisition of securities of the Issuer through The Executive Share Purchase Plan and Employee Stock Option Plan (the "Plans") provided that:

1. Each insider shall file by January 31st of each year a report in the form prescribed by section 102 of the Act disclosing therein any increase not previously reported in the holdings of such insider of securities through the Plans during the twelve month period ending December 31st preceding such date; and
2. If any insider should dispose of securities acquired through the Plans prior to reporting the acquisition thereof, such insider shall file a report in accordance with section 102 of the Act disclosing therein both the acquisition and disposition of such securities.

July 26, 1984

"John F. Leybourne"

CHAPTER 3

REASONS: DECISIONS, ORDERS, RULINGS (NIL)

THERE IS NO MATERIAL FOR THIS CHAPTER

IN THIS ISSUE

CHAPTER 4

CEASE TRADING ORDERS - SECTION 123

4.1 TEMPORARY CEASE TRADING ORDERS

4.1.1 CONSOLIDATED BRANLY RESOURCES INC.

CONSOLIDATED BRANLY RESOURCES INC.

Temporary cease trading order issued July 19, 1984, for failure to make statutory filings. Statutory hearing August 2, 1984, at 10:00 a.m.

4.1.2 THE DORSETT SQUARE

THE DORSETT SQUARE

Temporary cease trading order issued July 24, 1984, for failure to make statutory filings. Statutory hearing August 7, 1984, at 10:00 a.m.

4.2 585862 ONTARIO LIMITED AND 584529 ONTARIO LIMITED

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF 585862 ONTARIO LIMITED AND
584529 ONTARIO LIMITED

TEMPORARY ORDER
(Section 123(3))

UPON the Ontario Securities Commission (the "Commission") being of the opinion that it is in the public interest to make this Order;

AND UPON the Commission also being of the opinion that the length of time required for a hearing could be prejudicial to the public interest;

IT IS ORDERED pursuant to subsection 123(3) of the Securities Act, R.S.O. 1980, c.466 that all trading in securities of 585862 Ontario Limited and 584529 Ontario Limited cease for a period of 15 days from the date hereof.

July 26, 1984

"E. S. Miles"

"J. W. Blain"

4.3 RESCINDING ORDERS

4.3.1 CELINA RESOURCES INC.

CELINA RESOURCES INC.

The cease trading order dated June 12, 1984, and continued June 26, 1984, was rescinded July 20, 1984, the company being now up to date with its filings.

4.4 EXTENDING CEASE TRADING ORDERS

4.4.1 NELMA INFORMATION INC.

NELMA INFORMATION INC.

The cease trading order dated July 5, 1984, was continued July 19, 1984, pending the company complying with Part XVII of the Securities Act.

4.4.2 GALAXY MINERALS INC.

4.4.3 MOLCO INDUSTRIES LIMITED

GALAXY MINERALS INC.
MOLCO INDUSTRIES LIMITED

The cease trading order dated July 10, 1984, with respect to each company was continued July 24, 1984, pending each company complying with Part XVII of the Securities Act.

CHAPTER 5
POLICIES (NIL)

THERE IS NO MATERIAL FOR THIS CHAPTER
IN THIS ISSUE

CHAPTER 6
REQUESTS FOR COMMENTS (NIL)

THERE IS NO MATERIAL FOR THIS CHAPTER
IN THIS ISSUE

CHAPTER 7
INSIDER TRADING REPORTS

EXPLANATORY NOTES

Information contained in this section has been summarized from insider reports filed with the Commission.

The name of the issuer is followed by a brief description of the class of security, the name of the person or company reporting and his or its relationship to the issuer. If a person has an indirect interest in the securities reported, e.g., through holding companies, affiliate companies, partnerships, trusts or other entities, this is shown. Symbols are used in the column "Transaction and Ownership Symbol" to indicate the nature of ownership i.e., direct or indirect. Similarly, the character of transactions is indicated provided the transactions are other than a purchase or sale. (See guide to symbols below):

GUIDE TO SYMBOLS

| RELATIONSHIP | (appearing after the name reported) |
|--------------|---|
| "B" | - Beneficial Owner (direct or indirect) of equity shares of a reporting issuer carrying more than 10% of the voting rights attached to all equity shares of the reporting issuer outstanding. |
| "D" | - Director of principal reporting issuer. |
| "DI" | - Director of an issuer or a reporting issuer which is an insider or subsidiary of the principal reporting issuer. |
| "K" | - Exercises control or direction (direct or indirect) of equity shares of a reporting issuer carrying more than 10% of the voting rights attached to all equity shares of the reporting issuer. |
| "S" | - Senior Officer of principal reporting issuer. |
| "SI" | - Senior Officer of an issuer or a reporting issuer which is an insider or subsidiary of the principal reporting issuer. |

NATURE OF OWNERSHIP

- No Symbol - Securities are beneficially owned directly.
- Symbol #1 - The reporting person or company beneficially owns and/or has control or direction over securities which are held by a company, associate, partnership, trust or other entity.

CHARACTER OF TRANSACTION

- | | | | |
|------------|----------------------------|-----|------------------------------|
| No Symbol- | purchase or sale | "M" | - internal |
| "A" | - bequest or inheritance | "Q" | - qualifying shares |
| "C" | - compensation | "R" | - redeemed (called, matured) |
| "E" | - exchange or conversion | "T" | - stock dividend |
| "F" | - exercise of rights, etc. | "V" | - stock split |
| "G" | - gift | "X" | - exercise of option |
| "IR" | - initial report | "Z" | - distribution |

*Returned for reconciliation purposes.

| REPORTING ISSUER | INSIDER | SECURITY | REL 'N | TRANS DATE | TYPE | BOUGHT OR ACQUIRED | SOLD OR DISPOSED | MONTH-END HOLDINGS |
|--------------------------------------|---|-----------------------|--------|------------------|------|-----------------------|---------------------|-----------------------|
| | | | | | | | | |
| ABERFORD RESOURCES LTD | Maureau, Gerrit T. F. R. | Common | S | Jun/84 | | | 909 | 2500 |
| ACCORD RESOURCES INC. | Gorham, Leslie J. Wilgor Holdings Ltd. | Common | B | May/84 | X 1 | 100000 | | 190000 |
| | | Special Preference | | May/84 | 1 | 500000 | | 500000 |
| ALBERTA ENERGY COMPANY LTD. | Bwint, Derek S. Savings Plan | Common | SI | -- | | | | 57 |
| | | | | Jul/84 | 1 | | 1400 | --- |
| ALCAN ALUMINUM LIMITED | Bwint, Derek S. | Puts | SI | Jul/84 | | | 14 | --- |
| AUDAX GAS & OIL LTD. | McEvoy, Herbert S. Atlas Yellowknife Resources Limited | Common | S | Jun/84 | T | 6 | | 603 |
| | | Common | B | Jun/84 | | | 135000 | 922887 |
| BOREALIS EXPLORATION LIMITED | Harrop, Christopher J. F. Canterbury Financial Services Limited | | D | | | | | |
| | | Common | S | Jun/84 | 1 | 5500 | | 58000 |
| | Cox, Chana B. | | S | Jun/84 | | | 13000 | 75115 |
| | Cox, Rodney T. | | S | Jun/84 Jun/84 | | 2700 | 1500 | 99115 |
| BOW VALLEY RESOURCE SERVICES LTD. | Bills, Russell | Common | S | -- | IR | | | 28 |
| | Hay, William C. | | S | 1983-84 | | 398 | | 1198 |
| | Legge, Trevor A. | Pfd Z, 1 | | Apr/84 | | 7200 | | 7200 |
| | | Common | S | -- | IR | | | 319 |
| | Myers, Kenneth E. | Pfd Z, 1 | | -- | IR | | | 7500 |
| | Popoff, Henry W. | Common | S | -- | IR | | | 118 |
| | | | S | 1983-84 | | 352 | | 652 |
| | Porter, Selby W. | Pfd Z, 1 | | Apr/84 | | 10100 | | 10100 |
| | | Common | S | -- | IR | | | 216 |
| | | Pfd Z, 1 | | -- | IR | | | 3700 |

| REPORTING ISSUER | INSIDER | SECURITY | REL'N | TRANS DATE | TYPE | BOUGHT OR | | MONTH-END HOLDINGS |
|---|--|----------|-------|---------------|------|-----------|---------------------|-----------------------|
| | | | | | | ACQUIRED | SOLD OR DISPOSED | |
| BOW VALLEY RESOURCE SERVICES LTD. (Continued) | Seaman, Byron J. | Common | S | 1983-84 | | 702 | | 20702 |
| | | Pfd Z, 1 | | Apr/84 | | 14500 | | 14500 |
| | Sherburn, Peter E. | Common | S | 1983-84 | | 299 | | 499 |
| | | Pfd Z, 1 | | Apr/84 | | 5500 | | 5500 |
| | Soderling, Clarence S. | Common | S | 1983-84 | | 245 | | 445 |
| | | Pfd Z, 1 | | Apr/84 | | 2900 | | 2900 |
| | Solie, Allan J. | Common | S | 1983-84 | | 311 | | 611 |
| | | Pfd Z, 1 | | Apr/84 | | 3000 | | 3000 |
| | Goring, Peter A. RRSP | Common | S | Jun/84 | 1 | | 500 | 2841 |
| | Share Purchase Plans | | -- | -- | 1 | | | 200 |
| BRAMALEA LIMITED | Lebovic, Joseph Indirect Holdings | | B | Jun/84 | | 16500 | | 56100 |
| | | | | Jun/84 | 1 | 2500 | | 2158200 |
| | | | | Jun/84 | 1 | | 1000 | |
| | Perrin, Peter B. | | S | Jun/84 | | 12500 | | 50115 |
| | | | | Jun/84 | | | 12500 | 57794 |
| | Hunter, Robert G. | Common | S | Jun/84 | | | 2000 | 274300 |
| | McRae, Douglas E. Macrim Investment Corp. | | DS | -- | | 25400 | | 18000 |
| | | | | Jun/84 | 1 | | 13000 | 147600 |
| | | | | Jun/84 | 1 | | | |
| | Mortil, Bo | | D | Jun/84 | | 3900 | | 74000 |
| CAE INDUSTRIES LTD. | Best, James Wm. | Class A | S | Mar/84 | T | 6 | | |
| | | | | Jun/84 | T | 11 | | |
| | | | | Jun/84 | V | 2029 | | 4058 |
| | Fraser, Charles H. | Common | S | May/84 | X | 450 | | 450 |
| | Jenkinson, J. F. | | S | Jun/84 | X | 1350 | | |
| | | | | Jun/84 | | 600 | | |
| | | | | Jun/84 | V | 1950 | | 3900 |
| | Kozicki, Edwin A. | | S | Mar/84 | T | 29 | | |
| | | | | | | | | |
| | | | | | | | | |

| REPORTING ISSUER | INSIDER | SECURITY | REL 'N | TRANS DATE | TYPE | BOUGHT OR ACQUIRED | SOLD OR DISPOSED | MONTH-END HOLDINGS |
|------------------------------------|---|-----------------------|--------|---------------|------|-----------------------|---------------------|-----------------------|
| CAE INDUSTRIES LTD. (Continued) | Kozicki, Edwin A. | Common | S | Jun/84 | T | 58 | | |
| | Spouse | | | Jul/84 | V | 10454 | | 20908 |
| | | | | Mar/84 | T 1 | 2 | | |
| | | | | Jun/84 | T 1 | 5 | | |
| | | | | Jul/84 | V 1 | 982 | | 1964 |
| | Van de Water, Frank RRSP | | S | | | | | |
| | | | | Mar/84 | T 1 | 18 | | |
| | | | | Jun/84 | T 1 | 18 | | |
| | Spouse RRSP | | | Jul/84 | V 1 | 6737 | | 13474 |
| | | | | Mar/84 | T 1 | 4 | | |
| | | | | Jun/84 | T 1 | 4 | | |
| | | | | Jul/84 | V 1 | 1554 | | 3108 |
| CB PAK INC. | Crawford, Robert A. Mother | Warrants | S | Jun/84 | | 4500 | | 10000 |
| | | | | Jun/84 | 1 | 100 | | 300 |
| CABRE EXPLORATION LTD | Wheeler, Harry B. RRSP | Common | DS | Jun/84 | X | 55000 | | 892340 |
| | | | | -- | 1 | | | 13000 |
| CAMPBELL RESOURCES INC | Carroll, Paul A. Campac Development Corp. | Common | D | -- | | | | 1 |
| | Jenkins, Jon | | | Jun/84 | 1 | 110 | | 5610 |
| | Krause, Charles A. | | S | Jun/84 | T | 10 | | 510 |
| | Stendon, Marion J. RRSP | | S | Jun/84 | T | 8 | | 423 |
| | | | S | | | | | |
| | Cadieux, Clement | | | Jun/84 | T 1 | 12 | | 612 |
| CAMPEAU CORPORATION | | Subordinate Voting | S | Jul/84 | M | 15006 | | |
| | Stock Purchase Plan | | | Jul/84 | | | 15000 | 272 |
| | | | | Jul/84 | M 1 | | 15006 | 35208 |
| CANADIAN MARCONI COMPANY | Williams, Rhys J. | Common | D | Jun/84 | | | 3312 | --- |
| CANUC RESOURCES INC. | Lockwood, Bernard B. Registered Retirement Savings Plan | Common | D | -- | IR | | | 378567 |
| | | | | -- | IR1 | | | 42600 |
| | Lockwood, Bernard B. Registered Retirement Savings Plan | Debentures | D | -- | IR | | | \$100000 |
| | | | | -- | IR1 | | | \$10000 |
| | Lockwood, Bernard B. | Option | D | -- | IR | | | 166667 |

INSIDER TRADING REPORTS

| REPORTING ISSUER | INSIDER | SECURITY | REL 'N | TRANS DATE | TYPE | BOUGHT OR ACQUIRED | SOLD OR DISPOSED | MONTH-END HOLDINGS |
|--|---|-----------------|--------|----------------------|---------|--------------------|------------------|-----------------------|
| CARLING COPPER MINES LIMITED | Carling Copper Mines Limited | Common | S | May/84 | X | 75000 | | 397501 |
| | Yuhasz, Louis | | D | -- | IR | | | 5000 |
| CASCADE PACIFIC RESOURCES LTD. | Wilson, Michael | Common | DSB | May/84 Jun/84 | | | 10000 5000 | 72000 300000 |
| | Wilgor Holdings Ltd. | | | -- | 1 | | | |
| CHRYSLER CORPORATION | Dauch, Richard E. | Common | S | Jun/84 | | | 16000 | 37800 |
| COMAPLEX RESOURCES INTERNATIONAL LTD. | Pyke, Murray W. | Common | DS | Jun/84 | | | 5000 | 104646 |
| COMINCO LTD. | Bentall, Harold C. | Common | D | May/84 | V | 220 | | 330 |
| COMPUTER INNOVATIONS DISTRIBUTION INC. | Aronaho, Kauko | Option | S | -- | IR | | | 25000 |
| | Bryson, Gary | | DI | Jun/84 | | 7500 | | 7500 |
| | Groenewald, James N. Purchase Plan | Common | S | Jun/84 Jun/84 Jun/84 | M 1 M 1 | 25000 30000 | | 25000 |
| | RRSP Personal Holding Co. Personal Trust | | | -- -- -- | 1 1 1 | | 25000 | 36416 6000 87000 3300 |
| | MacIntosh, Richard C. Stock Purchase Plan | | SI | Jun/84 | 1 | 25000 | | 29161 |
| | Oliver, Vic | Option | S | Jun/84 | | 30000 | | 30000 |
| | Yeates, James R. RRSP Purchase Plan | Common | S | -- Jun/84 Jun/84 | 1 1 | 300 75000 | | 45000 2800 123566 |
| CONSOLIDATED-BATHURST INC. | Duns, Bartley G. Montreal Trust Co. | Series A Common | S | -- | IR1 | | | 3000 |
| CONSOLIDATED IMPERIAL RESOURCES ENERGY LIMITED | Kurtze, William L. | Series A Pref. | DS | Jun/84 | | | 2000 | 20258 |
| CRESTBROOK FOREST INDUSTRIES LTD. | Mitsubishi Corporation | Common | B | May/84 | V | 739300 | | |
| | | | | May/84 | E | 1352117 | | 2461067 |
| | | Preferred | | May/84 | E | | 231000 | --- |

| REPORTING ISSUER | INSIDER | SECURITY | REL 'N | TRANS DATE | TYPE | BOUGHT OR ACQUIRED | SOLD OR DISPOSED | MONTH-END HOLDINGS |
|---|---|-----------------|--------|------------------|------------|-----------------------|---------------------|-----------------------|
| | | | | | | | | |
| CRESTBROOK FOREST INDUSTRIES LTD. (Continued) | Mitsubishi Corporation | Series One Bond | B | Jun/84 | | | \$525000 | \$2125000 |
| CROWN LIFE INSURANCE COMPANY | Okumura, Kichiro | Common | D | -- | IR | | | 100 |
| | Williamson Robert L. | Common | S | -- | IR | | | 10 |
| CROWN INC. | Beiles, Herbert N. | Class A | SI | Jun/84 | | 569 | | 1821 |
| | Johnston, David R. | | SI | Jun/84 | | 658 | | 2379 |
| CULLATON LAKE GOLD MINES LTD. | McLeod, Derril G. | Warrants | D | May/84 | | 1100 | | 1100 |
| | Williamson, Robert L. | Common | SI | -- | IR | | | 1856 |
| | Carroll, Paul A. Campac Development Corp RRSP | 1st Preference | S | Jun/84 Jun/84 | E 1 E 1 | | 200 800 | --- |
| | Lister, Richard L. LRM Investments | Common | DS | -- Mar/84 | | 7500 | | 17524 7500 |
| KAOLIN OF CANADA INC. | Royex Gold Mining Corporation | | B | -- | IR | | | 3 |
| | | First Pref. | | -- | IR | | | 7100000 |
| | Johnson, Ralph C. | Common | DS | Jun/84 | | | 32500 | 764000 |
| | Davis, Bernard RRSP | Common | DSB | -- Apr/84 | | 100 | | 700 10400 |
| DOFASCO INC. | Badyk, Joseph S. | Common | S | -- | IR | | | 200 |
| DONOHUE INC | Lortie, Jean-Paul | Common | S | -- | IR | | | 131 |
| ECHO BAY MINES LTD. | Masicotte, Jacques Direct & Indirect | | S | Mar/84 | 1 | | | 1400 |
| | Kraus, Richard Carl | Common | S | Jun/84 | | 1000 | | 4200 |
| | Parres, James R. B. | Common | DSB | Jun/84 | | 2000 | | 192000 |
| | Battrum, William D. | Common | D | -- Apr/84 | IR | | 3000 | 12000 |
| ERICKSON GOLD MINES LTD. | | | | | | | | |

| REPORTING ISSUER | INSIDER | SECURITY | REL.'N | TRANS DATE | TYPE | BOUGHT OR | | MONTH-END HOLDINGS |
|---|---|----------|--------|------------------------|-----------|--------------|---------------------|-----------------------|
| | | | | | | ACQUIRED | SOLD OR DISPOSED | |
| ERICKSON GOLD MINES LTD. (Continued) | Battrum, William D. | Common | D | Jun/84 | | | 3000 | 6000 |
| ETHYL CORPORATION | Gautreaux, Marcelain F. Savings Plan | Common | DS | -- Jun/84 | I | 23 | | 13276 10408 |
| | Moser, Roger A. Savings Plan | | S | Jun/84 Jun/84 | G 1 | 30 | 169 | 4988 4062 |
| | Stewart, George T. Reinvest. Plan wife | | D | -- Jul/84 -- | 1 1 | 81 | | 51369 90 110 |
| | Weimer, Paul E. Savings Plan | | S | -- Jun/84 | 1 | | 728 | 8300 328 |
| | Wikman, Andrew O. Savings Plan | | S | -- Jun/84 | 1 | 21 | | 2846 9456 |
| | Wright, Jack C. Savings Plan | | S | Jun/84 | 1 | 17 | | 8290 |
| FALCONBRIDGE LIMITED | Lax, Sharon M. | Common | S | Jul/84 | | | 100 | --- |
| FINANCIAL TRUSTCO CAPITAL LTD. | Pencer, Gerald N. | Common | DS | -- -- | | | | 45044 |
| | Stollark | | -- | May/84 Jun/84 | 1 1 | 4900 2400 | | 148150 1247876 |
| | Grand Banks | | | -- | 1 | | | |
| | Whitney, Robert D. RRSP | | S | Jun/84 -- | 1 | 10000 | | 17581 4652 |
| FLEET AEROSPACE CORPORATION | Fraser, Ronald K. Lovat Imex Limited | Common | B | -- May/84 Jun/84 | 1 1 | | 27100 39700 | 179035 71800 |
| | Barbour, Wilson J. | Common | DI | Jun/84 | | | 3000 | |
| FRANCO-NEVADA MINING CORPORATION LIMITED | | | | Jul/84 | F | 10000 | | 10000 |
| | Losh, J. Michael Savings Stock Purchase Program | Common | S | -- -- | IR IR1 | | | 916 656 |
| GENSTAR CORPORATION | Volk, Stephen R. | Common | D | Mar/84 | | 200 | | 200 |

| REPORTING ISSUER | INSIDER | SECURITY | REL'N | TRANS DATE | TYPE | BOUGHT OR ACQUIRED | SOLD OR DISPOSED | MONTH-END HOLDINGS |
|---|--|--------------|---------|------------------|------------|--------------------|------------------|--------------------|
| GOLDLUND MINES LIMITED | Mascot Gold Mines Limited Campbell Resources Inc. | Common | B | -- | IR1 | | | 5000000 |
| GOLDEN SPIRIT RESOURCES INC. | Hough, Atwell | Common | D | -- | IR | | | 1 |
| GORDEX MINERALS LIMITED | Sampson, Raymond D. | Common | D | Jun/84 | | | 8000 | 61000 |
| GUARDIAN TRUSTCO INC | Shaw, Wayne E. | Common | D | -- | IR | | | 200 |
| GULF CORPORATION | Bibee, James M. | Common | S | Feb/84 Jun/84 | C E | 154 | 1195 | --- |
| | Morris, Jack H. | | S | Jun/84 | E | | 548 | --- |
| HUDSON BAY MINING AND SMELTING CO. LIMITED | Inspiration Resources Corporation | Special | B | Jun/84 | E | 225192 | | 1055863 |
| HUSKY OIL LTD. | Chase, Kenneth R. | Common | SI | -- | IR | | | 5300 |
| INTERNATIONAL THOMSON ORGANISATION LIMITED | Whittall, James W. J.W. Whittall Holdings Ltd. | Common | D | | | | | 1800 |
| INVESTORS GROUP, THE | Desmarais, Paul | Class A | B | Jun/84 | V 1 | 900 | | 5868181 |
| INVERNESS PETROLEUM LTD. | | Common | | Jun/84 | | 6936 | | 6809571 |
| | Mascot Gold Mines Limited Campbell Resources Inc. Skye Resources | Common | B | -- -- | IR1 IR1 | | | 65200 4697566 |
| JEDBURGH RESOURCES LIMITED | Gransden, Bryan E. W. | Common | DB | -- | IR | | | 750000 |
| | Mallin, Julius | | DS DISI | Jun/84 | E | 12500 | | 12500 |
| | Oksanen, Seija A. | | S | -- | IR | | | 6250 |
| LA VERENDRYE MANAGEMENT CORPORATION | Perron, Bertrand | Class A | S | -- | IR | | | 100 |
| LAC MINERALS LTD | Mockridge, John E. | Common | D | Jul/84 | | 50 | | 655 |
| LARDER RESOURCES INC. | Harrison, Gerald | Common | DS | Jul/84 | Z | 105840 | | 105840 |
| LOKI RESOURCES INC. | Erikson, Glen Gogama Gold Inc. | "A" Warrants | DS | Jun/84 | 1 | 60000 | | 60000 |
| | | Common | | Jun/84 | 1 | 60000 | | 60000 |

| REPORTING ISSUER | INSIDER | SECURITY | REL'N | TRANS DATE | TYPE | BOUGHT OR | | MONTH-END HOLDINGS |
|--|---|-----------------|-------|---------------|--------|-----------|---------------------|-----------------------|
| | | | | | | ACQUIRED | SOLD OR DISPOSED | |
| MACMILLAN BLOEDEL LIMITED | Fliebsbach, Hugo E. | Common | | May/84 | | | 81 | -- |
| MARKS & SPENCER CANADA INC. | Laird, William W. Wife | Common | D | -- Jun/84 | 1 | 1300 | | 1000 1300 |
| MARLEN UNIVEST INC. | Warren, Herbert H. | Common | DSB | Jun/84 | | 63 | | 68057 |
| MARSHALL DRUMMOND MCCALL | Drummond, Derek Indirect Holdings | Series A Common | D | Jul/84 -- | 1 | 12481 | | 119998 192 |
| | Drummond, Derek | Series B Common | D | Jul/84 | | 536 | | 1433 |
| MASCOT GOLD MINES LIMITED | Campbell Resources Inc. Giant Mascot Explorations Limited | Common | B | Jun/84 | | 8700 | | 863262 3533551 |
| MASONIC TEMPLE CORPORATION, LIMITED | Snare, Robert G. | Common | DS | Jun/84 | | 405 | | 1210 |
| MCDONALD'S CORPORATION | Stein, Stanley R. | Common | S | May/84 | | | 500 | 4264 |
| MERIDIAN TECHNOLOGIES INC. | Arn, Robert M. Share Purchase Plans 471322 Ontario Inc. | Common | DS | Apr/84 -- | 1 1 | 25436 | | 35436 38000 |
| | Arn, Robert M. | Options | DS | Apr/84 | | 30000 | | 99564 |
| | Bridgman, John | | DI | Apr/84 | | 13000 | | 24167 |
| | Collins, Gary | Common | DI | -- | IR | | | 900 |
| | | Option | | -- | IR | | | 4000 |
| | Dalton, Roy Share Purchase Plan | Common | DI | -- | IR1 | | | 4000 |
| | Dalton, Roy | Option | DI | -- | IR | | | 4000 |
| | Howarth, Kenneth Share Purchase Plan | Common | DI | -- | IR1 | | | 6000 |
| | Howarth, Kenneth | Option | DI | -- | IR | | | 6000 |
| | Lovatt, Ian | Common | DI | -- | IR | | | 900 |
| | | Option | | -- | IR | | | 4000 |
| | Mackay, Robert | Common | DI | May/84 | | 1500 | | 1500 |

| REPORTING ISSUER | INSIDER | SECURITY | REL.'N | TRANS DATE | TYPE | BOUGHT OR ACQUIRED | SOLD OR DISPOSED | MONTH-END HOLDINGS |
|---|---|----------|--------|------------------|----------|--------------------|------------------|--------------------|
| MERIDIAN TECHNOLOGIES INC. (Continued) | Mackay, Robert Share Purchase Plan | Common | DI | -- | 1 | | | 10000 |
| | Mackay, Robert | Option | DI | Apr/84 | | 10500 | | 17167 |
| | Marshall, Donald S. Share Purchase Plan | Common | DS | -- Apr/84 | 1 | 20000 | | 30000 95000 |
| | Marshall, Donald S. | Option | DS | Apr/84 | | 30000 | | 110000 |
| | Moldoveanu, Calin | | DI | -- | IR | | | 1500 |
| | Myers, Glenn S. Share Purchase Plan | Common | S | -- | IR | | | 7037 |
| | Myers, Glenn S. | Option | S | -- | IR | | | 20000 |
| | Singer, Samuel Share Purchase Plan | Common | S | -- Apr/84 | 1 | 20000 | | 10000 50000 |
| | Singer, Samuel | Option | S | Apr/84 | | 25000 | | 60000 |
| | Stokes, Graham | | DI | -- | IR | | | 1000 |
| | Weilandt, Franz Share Purchase Plan | Common | DI | -- | IR1 | | | 4000 |
| | Weilandt, Franz | Option | DI | -- | IR | | | 4000 |
| MESTON LAKE RESOURCES INC. | Mascot Gold Mines Limited Voting Trust Agreement | Class B | | -- | IR1 | | | 20000 |
| | Campbell Resources Inc. | Common | | -- | IR1 | | | 700000 1477999 |
| MIDLAND DOHERTY FINANCIAL CORPORATION | Watkins, David L. | Common | S | Jul/84 | | | 1500 | 500 |
| | Wood, William D. RRSP | | D | Jun/84 Jun/84 | M M 1 | 1000 | 1000 | 13300 1000 |
| MIKES SUBMARINES INC. | Deros, Peter | Common | DS | Jun/84 | | 100 | | 25100 |
| MONK GOLD MINES LIMITED | Stolar, Mike | Common | D | -- | IR | | | 65000 |
| MORGAN HYDROCARBONS INC | Harris, Edmund A. | Common | S | Jun/84 | | 86 | | 3582 |
| | Hopwood, Terrence J. | | S | Jun/84 | | 95 | | 1313 |

| REPORTING ISSUER | INSIDER | SECURITY | REL 'N | TRANS DATE | TYPE | BOUGHT' OR ACQUIRED | SOLD OR DISPOSED | MONTH-END HOLDINGS |
|--|--|------------------------|--------|-----------------|---------|---------------------|------------------|--------------------------|
| MUSCOCHO EXPLORATIONS LIMITED | Brunelle, Steven S. | Common | D | Jun/84 | | | 2800 | 3500 |
| NATIONAL BANK OF CANADA | Belanger, Jean-Pierre | Securities | S | -- | IR | | | --- |
| NATIONAL RESOURCE EXPLORATIONS LTD. | Keen, William H. | Common | DS | Jun/84 | | 6200 | | 161680 |
| NORANDA INC. | Barbour, Wilson J. | Common | S | Jun/84 | | 283 | | 8076 |
| | Cork, Edwin K. | | S | Jun/84 Jun/84 | T | 452 140 | | 23943 |
| | Hendrick, Keith C. | | S | Jun/84 | | 452 | | 28954 |
| NORCEN ENERGY RESOURCES LIMITED | Loucks, Wilfred A. | Non-voting Ordinary | S | Jul/84 | | 3443 | | 7264 |
| | | Voting Ordinary | | Jul/84 | | 3443 | | 7063 |
| NORTH CANADIAN OILS LIMITED | McJannet, R. Bryan | Convertible Debentures | D | Jun/84 | | | \$25000 | \$8400 |
| NORTHLAND BANK | Scott, Ronald G. | Common | S | -- | IR | | | 6795 |
| OCCIDENTAL PETROLEUM CORPORATION | Moss, Morrie A. Living Trust | Common | D | Jun/84 | G 1 | | 3100 | 103593 |
| OILTEX INTERNATIONAL LTD (FORMERLY QUARTET ENERGY) | Knowles, John L. | Common | D | -- | IR | | | 100 |
| OSHAWA GROUP LIMITED, THE | Smith, Arthur J. R. | Class A | D | Jul/84 | V | 1000 | | 2000 |
| | Wolfe, Harvey S. Boatwright Investments Limited | | DB | Jul/84 | V | 27331 | | 54662 |
| | | | | Jul/84 | V 1 | 10000 | | 20000 |
| | Wolfe, Harvey S. | Common | DB | Jul/84 | V | 34275 | | 68550 |
| PALLISER INTERNATIONAL ENERGY INC. | McRae, Douglas E. | Common | D | Jun/84 | | | 40000 | 1000A |
| PALOMA PETROLEUM LTD. | Adams, Robert J. Canadian-American Paloma Holdings Velocity Fund Limited Campass of Canada | Common | B | Jun/84 -- -- -- | 1 1 1 1 | 17300 | | 121432 7871988 5100 1480 |

| REPORTING ISSUER | INSIDER | SECURITY | REL 'N | TRANS DATE | TYPE | BOUGHT OR ACQUIRED | SOLD OR DISPOSED | MONTH-END HOLDINGS |
|---|--|---------------------------------|--------|------------|------|--------------------|------------------|--------------------|
| PARQUET RESOURCES INC. | Saadi, Elias T. | Common | D | -- | IR | | | 5000 |
| PENNZOIL COMPANY | Holland, David S. Stock Purchase Plan | Common | D | -- | IR | | | 10480 |
| | | | | -- | IR1 | | | 4526 |
| POCO PETROLEUMS LTD | Dunkley, Lyle F. | Common | D | Jun/84 | | 152 | | 21185 |
| | | Warrants | | Jun/84 | | 10000 | | 10000 |
| | Hunter, Margaret | Common | S | Jun/84 | | 73 | | 16655 |
| | Kurceba, Peter J. | | S | Jun/84 | | 146 | | 9435 |
| | Markin, Allan P. | | DS | Jun/84 | | 247 | | 99252 |
| | Spargo, Edmund J. | | S | Jun/84 | | 125 | | 19284 |
| | Stewart, Craig W. | | S | Jun/84 | | 152 | | 22485 |
| PROVIGO INC. | Goslovich, Carl R. | Common | SI | Jul/84 | | 1300 | | 5300 |
| PUBLIC SERVICE ELECTRIC AND GAS COMPANY | Scott, William E. | Common | DS | Jun/84 | | 100 | | 3862 |
| | Son | | | Jun/84 | 1 | | 100 | --- |
| | Wife | | | -- | 1 | | | 109 |
| | Trustee | | | -- | 1 | | | 301 |
| QUAKER OATS COMPANY, THE | Thurston, Robert N. | Common | S | Jun/84 | | | 300 | 9892 |
| RAMBLER OIL COMPANY | Elder, Michael A | Common | DS | Dec/83 | G | | 60000 | 1440000 |
| RAYROCK RESOURCES LIMITED | Steuerman, Walter | Sub. Voting | DS | Jul/84 | | | 10000 | 3000 |
| RENAISSANCE ENERGY LTD. | Matthews, Wilmot L. Indirect Holdings | Common | D | Jul/84 | | 31500 | | 253407 |
| | | | -- | -- | 1 | | | 53093 |
| RENABIE MINES (1981) LIMITED | Cullaton Lake Gold Mines Ltd | Common | B | -- | IR | | | 50 |
| | | Warrants | | -- | IR | | 17000 | 100000 |
| | | | | May/84 | | | | 83000 |
| RIO ALGOM LIMITED | Tinto Holdings Canada Limited Amended | 8.5% Second Preference Series A | B | Jun/84 | | 37138 | | 6896079 |
| ROXY PETROLEUM LTD. | Hudson's Bay Company | Common | B | -- | | | | 10716872 |

INSIDER TRADING REPORTS

| REPORTING ISSUER | INSIDER | SECURITY | REL'N | TRANS DATE | TYPE | BOUGHT OR ACQUIRED | SOLD OR DISPOSED | MONTH-END HOLDINGS |
|--|--|------------|-------|--------------------------------------|------------|-----------------------|-----------------------|-----------------------|
| ROXY PETROLEUM LTD. (Continued) | Hudson's Bay Company | Common | B | | | | | |
| | Hudson's Bay Company Investments Limited | | | Jun/84 | 1 | 131566 | | 10472897 |
| ROYAL BANK OF CANADA, THE | Jeneau, Robert M. | Common | D | -- | IR | | | 1345 |
| | Seguin, Denis R. | | S | May/84 | | 24 | | 1236 |
| ROYEX GOLD MINING CORPORATION (ROYEX STRUGEX MINING LTD.) | Campbell Resources Inc. | Common | B | -- | IR | | | 3738688 |
| | | Preferred | | -- | IR | | | 7979 |
| | Carroll, Paul A. | Common | DI | -- | IR | | | 11500 |
| | Carroll, Paul A. Campac Development Corp. RRSP | Series A | DI | -- | IR1 IR1 | | | 100 900 |
| | Jenkins, Jon | Securities | SI | -- | IR | | | --- |
| SAN PAULO EXPLORATIONS INC. | Krause, Charles A | | SI | -- | IR | | | --- |
| | Lister, Lloyd L. LRM Investments | Common | D | -- | IR IR1 | | | 4879 2045 |
| | Lister, Lloyd L. LRM Investments | Preferred | D | -- | IR IR1 | | | 1593 681 |
| | Schulich, Seymour | Securities | DI | -- | IR | | | --- |
| | Stendon, Marion J | | S | -- | IR | | | --- |
| SASKO OIL AND GAS LIMITED | Walker, Peter D. | Common | DS | Mar/84 Mar/84 Apr/84 Jun/84 | | 5000 | 3500 2000 15000 | |
| | Ross, Gerald N | Class B | DS | Jun/84 | | | 20000 | 1997892 |
| SCEPTRE RESOURCES LIMITED | Hyraillies, Jean-Maroe | Common | DI | May/84 | X | 3000 | | 6700 |
| SCOTT PAPER LIMITED | Bentall, Harold C | Common | D | Jun/84 | V | 600 | | 900 |
| SEEL MORTGAGE INVESTMENT CORPORATION | Rosenberg, Elliott B. Indirect Holdings | Common | D | Jul/84 | | | 6200 | 116 |
| | | | | Jul/84 | 1 | | 11575 | --- |
| SEEMAR MINES LIMITED | Boos, Bernard | Common | D | Jun/84 | | 350000 | | |

| REPORTING ISSUER | INSIDER | SECURITY | REL 'N | TRANS DATE | TYPE | BOUGHT OR ACQUIRED | SOLD OR DISPOSED | MONTH-END HOLDINGS |
|--|---|--------------------|--------|------------|------|--------------------|------------------|--------------------|
| SEEMAR MINES LIMITED (Continued) | Boos, Bernard | Common | D | Jun/84 | | | 100000 | 250000 |
| SHININGTREE GOLD RESOURCES INC. | Parres, James R. B. | Common | DSB | May/84 | | 5500 | | 437000 |
| SIENNA RESOURCES 83-84 PROGRAM | Jackson, Donald L. | Common | DS | Jun/84 | | | 1500 | 319723 |
| | RRSP | | -- | -- | 1 | | | 4136 |
| | Spousal RRSP | | -- | -- | 1 | | | 4500 |
| SOUTHERN EAGLE PETROLEUM INC. | Furniss, Elmer F. | Common | D | -- | IR | | | 1 |
| | Hough, Atwell J. | | D | -- | IR | | | 1 |
| SPAR AEROSPACE LIMITED | Simpson, William B. | Subordinate Voting | S | May/84 | | | 2358 | 1647 |
| STATES EXPLORATION LTD. | Campbell Resources Inc | Common | DI | -- | IR | | | 1041590 |
| | Campbell Resources Inc | Option | DI | -- | IR1 | | | 1041590 |
| | Inverness Pretroleum Ltd. | | -- | -- | | | | |
| SUMACH RESOURCES INC. | Bonhomme, Jean C. | Securities | D | -- | IR | | | --- |
| TARA EXPLORATION AND DEVELOPMENT COMPANY LIMITED | OBrien, Murrogh V. Indirect Holdings Wife | Common | D | Jun/84 | 1 | | 500 | 9500 |
| | | | -- | -- | 1 | | | 150 |
| TECK CORPORATION | Keevil, Norman B. Indirect Holdings | Common B | DS | Jun/84 | X | 10153 | | 308039 |
| | | | -- | -- | 1 | | | 316150 |
| TEESHIN RESOURCES LTD | Brewster, Norman E. GNS Holdings Ltd. | Common | D | May/84 | | | 15000 | 87466 |
| | | | -- | -- | | | | 6667 |
| TENNECO INC. | Bernacki, Edward J. Thrift Plan | Common | S | -- | | | | 21 |
| | | | Jun/84 | 1 | | 26 | | 179 |
| | Blakely, Robert T. Thrift Plan | | S | Jun/84 | 1 | 73 | | 957 |
| | Bonfield, Gordon B. ADRS Plan | | S | -- | | | | 7311 |
| | Other Indirect | | Jun/84 | T | 1 | 1 | | 32 |
| | | | -- | -- | 1 | | | 2324 |
| | Daniels, H. E. Thrift Plan | | S | -- | | | | 100 |
| | ADRS Plan | | Jun/84 | 1 | | 129 | | 5471 |
| | Son | | Jun/84 | T | 1 | 2 | | 57 |
| | | | -- | -- | 1 | | | 5 |

| REPORTING ISSUER | INSIDER | SECURITY | REL 'N | TRANS DATE | TYPE | BOUGHT OR ACQUIRED | SOLD OR DISPOSED | MONTH-END HOLDINGS |
|---|---|----------|--------|------------------------|-----------------|--------------------|------------------|-----------------------|
| TENNECO INC. (Continued) | Eickhoff, Kathryn M. | Common | D | -- | | | | 200 |
| | ADRS Plan | | | Jun/84 | T 1 | 4 | | 29 |
| | Ewell Jr., Vincent F. Thrift Plan | | S | Jun/84 | 1 | 115 | | 3946 |
| | Ketelsen, James L. Thrift Plan Co-trustee | | DS | -- Jun/84 -- | 1 1 | 178 | | 19500 10198 264 |
| | Marks, Raymond H. Thrift Plan | | S | -- Jun/84 | 1 | 294 | | 4000 12792 |
| | Menikoff, Peter Thrift Plan | | S | -- Jun/84 | 1 | 35 | | 212 247 |
| | Muse III, Ewell H. Custodian for Daughter Custodian for Son Other Indirect | | S | Jun/84 Jun/84 -- | T 1 T 1 1 | 2 2 | | 41 41 2236 |
| | Otto, Kenneth L. Thrift Plan | | S | Jun/84 | 1 | 24 | | 753 |
| | Reese, Kenneth W. Thrift Plan | | DS | Jun/84 | 1 | 202 | | 5726 |
| | Sapp, Walter W. Thrift Plan | | S | Jun/84 | 1 | 70 | | 2426 |
| | Tunnell, Bryon Thrift Plan | | S | -- Jun/84 | 1 | 91 | | 1000 3285 |
| TERRATECH RESOURCES INC. | Gordon, Barry S. Gordon Family Enterprises Limited | Common | D | -- Jul/84 | 1 | | 150000 | 1250 285130 |
| TEXACO CANADA INC. | Stackhouse, Russell A. L. | Common | S | Jul/84 | | 124 | | 124 |
| TINTINA MINES LIMITED | Franklin, Robert M. RRSP | Common | DS | -- Jul/84 | 1 | 500 | | 33800 10500 |
| TORONTO SUN PUBLISHING CORPORATION, THE | Agostini, Elio A. | Common | S | -- | IR | | | 4800 |
| | Boots, Kerry J. | | S | -- | IR | | | 1283 |
| TRANSALTA UTILITIES CORPORATION | Thrall, Ralph A. Jr. | Common | D | Jan/84 | T | 12 | | |

| REPORTING ISSUER | INSIDER | SECURITY | REL'N | TRANS DATE | TYPE | BOUGHT OR ACQUIRED | SOLD OR DISPOSED | MONTH-END HOLDINGS |
|---|--|-----------------------------------|-------|------------------|--------|-----------------------|---------------------|-----------------------|
| | | | | | | | | |
| TRANSALTA UTILITIES CORPORATION (Continued) | Thrall, Ralph A. Jr. | Common | D | Apr/84 | T | 13 | | |
| | Indirect Holdings | | | Jul/84 | T | 14 | | 776 |
| | | | | Jan/84 | T | 14 | | |
| | | | | Apr/84 | T | 14 | | |
| | | | | Jul/84 | T | 14 | | 849 |
| TRANSCANADA PIPELINES LIMITED | Bell Canada Enterprises Inc. | Common | B | Jul/84 | T | 1 | | |
| | | | | Jul/84 | T | 4000000 | | 43708405 |
| | Orr, Kennedy C. Wife | | D | Jun/84 | X | 2000 | | 56458 |
| | Indirect Holdings | | | -- | | 1 | | 200 |
| | | | | -- | | 1 | | 7000 |
| | White, John J. L. Canada Permanent Trust Company | \$4.50 Retractable B Preferred | SI | | | | | |
| | | | | -- | IR | | | 400 |
| TRI-STAR RESOURCES LTD | Tri-Star Resources Ltd. | Common | | May/84 Jul/84 | | 24200 213600 | | 709100 |
| TRIZEC CORPORATION LTD. | Bitz, Brent W. | Class A | S | -- | IR | | | 5800 |
| | | Class B | | -- | IR | | | 5800 |
| | | Sr. Preferred | | -- | IR | | | 580 |
| | Dixon, Thomas E. Moncal & Co. | Common A | S | Jul/84 Jul/84 | X | 1200 1 | 1200 | 9000 |
| | | Common B | | Jul/84 Jul/84 | X | 1200 1 | 1200 | 9000 |
| | Dixon, Thomas E. Moncal & Co. | Sr. Preferred | S | -- Jul/84 | | | | 150 900 |
| TUT ENTERPRISES INC | Faithfull, Rex | Common | DS | Mar/84 | | | 98000 1500 | 8524500 |
| | Herbst, Herman | | D | Mar/84 | | | 102000 103000 | 8874000 8771000 |
| UNION GAS LIMITED | Crawford, Edna | Common | S | May/84 Jun/84 | T M | 77 876 | | 5151 |

| REPORTING ISSUER | INSIDER | SECURITY | REL.'N | TRANS DATE | TYPE | BOUGHT OR | | SOLD OR | | MONTH-END HOLDINGS |
|--|---|---------------------|--------|---------------|------|-----------|----------|----------|----------|-----------------------|
| | | | | | | ACQUIRED | DISPOSED | DISPOSED | DISPOSED | |
| UNION GAS LIMITED (Continued) | Crawford, Edna Employee Share Ownership Plan | Common | S | | | | | | | |
| | | | | Apr/84 | 1 | 52 | | | | |
| | | | | May/84 | 1 | 72 | | | | |
| | | | | Jun/84 | 1 | 54 | | | | |
| | | | | Jun/84 | M 1 | | | 876 | 292 | |
| UNITED HEARNE RESOURCES LTD. | Crawford, Edna | Option | S | Jun/84 | | 2000 | | | | 2000 |
| | Campbell, John K. | Common | D | Jun/84 | | | | 3000 | | 3000 |
| | Westburne International Industries Ltd. | Common | B | Jul/84 | | 31700 | | | | 8734635 |
| VS SERVICES LTD. | Denham, David A. | Series A Pref. | S | May/84 | | 3000 | | | | 5000 |
| VICTORIA AND GREY TRUSTCO LIMITED | Hamilton, William C. | Common | D | Jun/84 | | 25 | | | | 2398 |
| VULCAN INDUSTRIAL PACKAGING LIMITED | Sommerville, William H. | | D | Jun/84 | T | 133 | | | | 12364 |
| | Leblang, Wayne A. | Common | D | -- | IR | | | | | 102047 |
| | | | | Jun/84 | | 30000 | | | | 132047 |
| WALWYN INC | Buckley, Glenn E. W. | Common | S | Jul/84 | | 396 | | | | 3547 |
| | Davis, Donald L. | | | -- | IR | | | | | 173 |
| | Kingston, Timothy W. | | | Jul/84 | | 623 | | | | 1623 |
| WARNACO OF CANADA LIMITED | Mcleish, David J. RRSP | Ser A Preference | | Jul/84 | | 2000 | | | | 2000 |
| | | | SI | Jun/84 | M | | | 15000 | | 79001 |
| | | | | -- | M 1 | 15000 | | | | 15000 |
| WESTLEY MINES LIMITED | Hornby, Thomas R. | Common | S | Jun/84 | | 100 | | | | 500 |
| | Brown, Michael J. | Securities | D | -- | IR | | | | | --- |
| | Farris, Haig deB J. Chillchur Management Ltd. | Common | DS | -- | IR | | | | | 4000 |
| WESTMOUNT RESOURCES LTD. | Phillips, Ross F. Banning Investments Ltd | Common | | -- | IR1 | | | | | 10000 |
| | | | D | Jun/84 | 1 | 1500 | | | | 5000 |
| | | | S | May/84 | T | 1 | | | | 111 |
| WOODWARD'S LIMITED | Loudon, Ian A. | Common | | | | | | | | |

| REPORTING ISSUER | INSIDER | SECURITY | REL 'N | TRANS DATE | TYPE | BOUGHT OR ACQUIRED | SOLD OR DISPOSED | MONTH-END HOLDINGS |
|----------------------------|---|------------------------|--------|------------|------|-----------------------|---------------------|-----------------------|
| WORLDWIDE EQUITIES LIMITED | Stein, Aleksander Indirect Holdings | Series II | S | Jul/84 | 1 | 2500 | | 2500 |
| | | | | -- | 1 | | | 2300 |
| XEROX CANADA INC. | Bibeau, Fernand R. Suroma Corporation | Common | D | -- | IR1 | | | 1000 |
| | McCamus, David R. | | S | -- | IR | | | 1400 |
| | Southern, Ronald D. Sentgrat Enterprises Ltd. | | D | | | | | |
| | | | | -- | IR1 | | | 500 |
| YORBEAU RESOURCES INC. | Campbell Resources Inc. | Common | B | Jun/84 | | 337500 | | 2533805 |
| | | Flow Through Shares | | Jun/84 | | 675000 | | 2196305 |
| | | Warrants | | Jun/84 | | 472500 | | 472500 |
| | Lister, Richard L. | Common | B | Jun/84 | | 100000 | | 100000 |
| | Stendon, Marion J. | | SI | Jun/84 | | 12500 | | 12500 |

CHAPTER 8
NOTICES OF EXEMPT FINANCINGS

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

| TRANSACTION DATE | PURCHASER | SECURITY | PRICE | AMOUNT |
|---------------------|----------------------------|-----------------------------------|---------|--------------|
| Jun. 30, 1984 | Ammendolia, A. Mr. & Mrs. | AURELIAN DEVELOPERS LTD COMMON | \$5,000 | 2,500 shares |
| " | Bichard, Don Mr. | " | 5,000 | 2,500 shares |
| " | Canale, Anthony Mr. | " | " | 2,500 " |
| " | Ciccica, Ralph Mr. | " | 5,000, | 2,500 shares |
| " | Craig, David Dr. | " | 5,000 | 2,500 shares |
| " | Craig, Donald Dr. | " | " | 2,500 " |
| " | Craig, Ronald Dr. | " | " | 2,500 " |
| " | Cronish, Robert Mr. | " | 5000, | 2,500 shares |
| " | Davidson, Brian P. Mr | " | 5,000 | 2,500 shares |
| " | DiNovo, Leonard Mr. | " | " | 2,500 " |
| " | DiSanto, Joseph Mr. | " | " | 2,500 " |
| " | Ein, Arnie Dr. | " | 10,000 | 5,000 shares |
| " | Elliot, David Dr. | " | 5,000 | 2,500 shares |
| " | Hinchcliffe, Harold Mr. | " | 10000 | 5,000 shares |
| " | Jones, Derek Dr. | " | 5,000 | 2,500 shares |
| " | Killens, Kynda Miss | " | " | 2,500 " |
| " | Morrow, A. M. Dr. | " | 10,000 | 5,000 shares |
| " | Rothbart, Peter Dr. | " | 5,000 | 2,500 shares |
| " | Schwartz, Allan Dr. | " | 10,000 | 5,000 shares |

* Report Improperly Filed

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

| TRANSACTION DATE | PURCHASER | SECURITY | PRICE | AMOUNT |
|---------------------|--|--|------------|----------------|
| Jun. 30, 1984 | Schwartz, Michael E. Mr. | AURELIAN DEVELOPERS LTD COMMON | \$10,000 | 5,000 shares |
| " | Sorrenti, Adam Mr. | " | 5,000 | 2,500 shares |
| " | Stratton, John Mr. | " | " | 2,500 " |
| " | Williams, David Mr. | " | " | 2,500 " |
| Jul. 11, 1984 | Mortar Small Business Development Corporation *Block of Offered Shares | BRICK BREWING CO. LIMITED BLOCK | 510,475 | * |
| Jul. 13, 1984 | Royal Bank of Canada, The *Property and past service | CAMFLO MINES LIMITED COMMON | * | 857,143 Wts. |
| " | Royal Bank of Canada, The *Property and Past Service | " | " | 68,028 shares |
| Jul. 17, 1984 | Canadian Co-operative Credit Society Limited | CANADA TRUSTCO MORTGAGE COMPANY - SERIES A NOTES | 10,000,000 | \$10,000,000 |
| Jul. 16, 1984 | Mutual Life Assurance Company of Canada, The | CANADIAN PACIFIC LIMITED EVIDENCE OF INDEBTEDNESS | 658,177 | \$658,177 |
| Jul. 06, 1984 | Fobasco Limited | CINEPLEX CORPORATION COMMON SHARES | 1,429,671 | 510,597 shares |
| Jul. 13, 1984 | Canada Malting Co. Limited | DIFFRACTO LIMITED PROMISORY NOTE | 2,600,000 | ONE |
| Jul. 17, 1981 | Crombie David R. | DISCOVERY MINES LIMITED SUBORDINATE VOTING | 610,315 | 283,421 shares |
| " | Steuerman, Walter | " | 63,360 | 30,462 shares |
| Jul. 05, 1984 | EPCO Scientific Investments Limited | FRASER PRODUCTIVITY SYSTEMS LTD. - DEMAND NOTE | 38,000 | One |

* Report Improperly Filed

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

| TRANSACTION DATE | PURCHASER | SECURITY | PRICE | AMOUNT |
|---------------------|---|---|-----------|----------------|
| Jul. 12, 1984 | Canadian Enterpeise Development Corporation Limited | HARDING CARPETS LIMITED CLASS A | \$483,072 | 236,800 shares |
| Jul. 11, 1984 | Commercial Union Assurance Company of Canada | INLAND NATURAL GAS CO. LTD. 14-3/8% DEBENTURES, SERIES C | 2,000,000 | \$2,000,000 |
| " | Crown Life Insurance Company | " | " | \$2,000,000 |
| " | Equitable Life Insurance Company of Canada | " | 500,000 | \$500,000 |
| " | Great West Life Assurance Company, The | " | 5,000,000 | \$5,000,000 |
| " | Manitoba Civil Service Superannuation Fund | " | 1,500,000 | \$1,500,000 |
| " | North American Life Insurance Company of Canada | " | 4,000,000 | \$4,000,000 |
| " | Prudential Assurance Company Ltd. | " | 2,000,000 | \$2,000,000 |
| " | Prudential Insurance Company of America | " | 5,000,000 | \$5,000,000 |
| " | Sun Life Assurance Company of Canada | " | 3,000,000 | \$3,000,000 |
| Jul. 11, 1984 | McLeod Young Weir Limited | IVACO INC. - SECOND PREFERRED SERIES 3 | 5,641,700 | 225,668 shares |
| " | Nesbitt Thompson Bongard Inc. | " | 5,641,650 | 225,666 shares |
| " | Nesbitt Thomson Inc. | " | " | 225,666 |
| " | Wood Gundy Limited | " | " | 225,666 |

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

| TRANSACTION DATE | PURCHASER | SECURITY | PRICE | AMOUNT |
|---------------------|---|--|-------------|-------------|
| Jul. 12, 1984 | Bank of Nova Scotia Pension Fund | NOVA, AN ALBERTA CORPORATION 14% PRINCIPAL DEBENTURE SERIES 10 | \$2,000,000 | \$2,000,000 |
| " | Canada Trust Company, The A/C 09-099980-1 | " | 4,000,000 | \$4,000,000 |
| " | Canada Trust Company, The A/C 09-105399-8 Metropolitan Toronto Police Benefit Fund | " | 100,000 | \$100,000 |
| " | Canada Trust Company, The A/C 09-107845-7 | " | 200,000 | \$200,000 |
| " | Citibank Canada Capital Markets Group | " | 7,500,000 | \$7,500,000 |
| " | Commercial Union Assurance Company of Canada | " | 3,000,000 | \$3,000,000 |
| " | Constellation Assurance Company | " | 500,000 | \$500,000 |
| " | Crown Life Insurance Company | " | 2,000,000 | \$2,000,000 |
| " | Cumis General Insurance Company | " | 300,000 | \$300,000 |
| " | Cumis Life Insurance Company A & S Operations | " | " | \$300,000 |
| " | Cumis Life Insurance Company Life Operations | " | " | \$300,000 |
| " | Cuna Mutual Insurance Society Life Operations | " | " | \$300,000 |
| " | Equitable Life Insurance Company of Canada, The | " | 500,000 | \$500,000 |

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

| TRANSACTION DATE | PURCHASER | SECURITY | PRICE | AMOUNT |
|---------------------|--|--|-------------|--------------|
| Jul. 12, 1984 | Excelsior Life Insurance Company, The | NOVA, AN ALBERTA CORPORATION 14% PRINCIPAL DEBENTURE SERIES 10 | \$3,000,000 | \$3,000,000 |
| " | Financial Management Services (1982) Limited, The | " | 100,000 | \$100,000 |
| " | Gerling Global General Insurance Company | " | 500,000 | \$500,000 |
| " | Gerling Global Reinsurance Company | " | " | \$500,000 |
| " | Horace Bruce Smith Estate | " | 100,000 | \$100,000 |
| " | Israel Koschitzky Charitable Foundation | " | " | \$100,000 |
| " | Metropolitan Life Insurance Company | " | 20,000,000 | \$20,000,000 |
| " | Montreal Trust Company A/C T909180 - Sears Guaranteed Income Plan | " | 3,000,000 | \$3,000,000 |
| " | North American Life Assurance Company | " | 2,200,000 | \$2,200,000 |
| " | Ontario Hydro in Trust for the Pension Fund | " | 5,000,000 | \$5,000,000 |
| " | Ontario Northland Transportat- ion Commission Contributory Pension Fund In Trust | " | 500,000 | \$500,000 |
| " | Prudential Assurance Company Limited, The | " | 4,000,000 | \$4,000,000 |
| " | Prudential Insurance Company of America, The M D A | " | 1,000,000 | \$1,000,000 |

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

| TRANSACTION DATE | PURCHASER | SECURITY | PRICE | AMOUNT |
|---------------------|--|--|-------------|-------------|
| Jul. 12, 1984 | Royal Life Insurance Limited | NOVA, AN ALBERTA CORPORATION 14% PRINCIPAL DEBENTURE SERIES 10 | \$1,000,000 | \$1,000,000 |
| " | Royal Trust Corporation of Canada Trustee for Kodak Canada Ltd., Pension Trust A/C 388113 | " | 500,000 | \$500,000 |
| " | Samuel Group Pension Fund | " | 100,000 | \$100,000 |
| " | South Muskoka Hospital Foundation | " | " | \$100,000 |
| " | Toronto Civic Employees' Pension & Benefit Fund | " | 1,000,000 | \$1,000,000 |
| " | Toronto Fire Dept Superannuation & Benefit Fund | " | " | \$1,000,000 |
| " | Toronto Transit Commission Pension Fund Society | " | 200,000 | \$200,000 |
| " | Trustees of Canada Packers Retirement Plan Trust (1959), The | " | 500,000 | \$500,000 |
| " | Trustees of Canada Packers Retirement Plan Trust (1968), The | " | " | \$500,000 |
| " | Trustees of the Bank of Canada Pension Fund | " | 400,000 | \$400,000 |
| Jul. 12, 1984 | Marus, Joshph C. ESQ. | NOVA, AN ALBERTA CORPORATION 14% PRINCIPAL DEBENTURE SERIES 10 | 100,000 | 100,000 |
| " | Mercantile & General Rein- surance Company of Canada | " | 500,000 | 500,000 |

NOTICES OF EXEMPT FINANCINGS

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

| TRANSACTION DATE | PURCHASER | SECURITY | PRICE | AMOUNT |
|---------------------|--|---|-----------|---------------|
| Jul. 13, 1984 | Bay Copper Mines Limited | QUEENSTON GOLD MINES LIMITED UNITS | 424,998 | 184,782 units |
| " | Conwest Exploration Company Limited | " | 24,651 | 10,718 units |
| Jul. 03, 1984 | 562772 Ontario Limited | RELAX INNS SCORBOROUGH PARTNERSHIP - UNITS | \$707,140 | 7 units |
| " | Alon, Audrey | " | 101,020 | 1 units |
| " | Amin-Sankar, Dr. Zatul | " | " | 1 " |
| " | Baitz, Dr. Thomas | " | " | 1 " |
| " | Balmaceda, Dr., Rufino | " | " | 1 " |
| " | Baron, Dr. Philip | " | " | 1 " |
| " | Barr, Dr. Don | " | " | 1 " |
| " | Barringer, Robert H. | " | " | 1 " |
| " | Beazer, Wayne D. | " | " | 1 " |
| " | BhaBha, Dr. Cassim A. | " | " | 1 " |
| " | Boodoosingh, Dr. Lal | " | " | 1 " |
| " | Brandesco Financial Management Inc. | " | 808,160 | 8 units |
| " | Brathwaite, Shirley | " | 101,020 | 1 units |
| " | Chan, Dr. Pablo L. | " | " | 1 " |
| " | Chandrasena, Dr. Janjith E. | " | " | 1 " |
| " | Copeland, John P. | " | " | 1 " |

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

| TRANSACTION DATE | PURCHASER | SECURITY | PRICE | AMOUNT |
|---------------------|-------------------------------|---|-----------|---------|
| Jul. 03, 1984 | Davey, Charles | RELAX INNS SCORBOROUGH PARTNERSHIP - UNITS | 101,020 | 1 units |
| " | Dhirani, Dr. Tara | " | " | 1 " |
| " | Edwards, David R. | " | " | 1 " |
| " | Escoffery, Bruce M. | " | \$101,020 | 1 units |
| " | Eyford, Don D. | " | 101,020 | 1 units |
| " | Hastings, Norman A. | " | " | 1 " |
| " | Hicks, Dereck A. | " | " | 1 " |
| " | Holmes, William D. | " | " | 1 " |
| " | Hughes, David W. | " | " | 1 " |
| " | Kunjukrishnan, Dr. Reghuvaran | " | " | 1 " |
| " | Leonard, Bruce E. | " | " | 1 " |
| " | Letersky, Dr. John F. | " | 202,040 | 2 units |
| " | Lidkea, Dr. Robert E. | " | 101,020 | 1 units |
| " | McCaw, Vernon | " | " | 1 " |
| " | McLean, William J. | " | " | 1 " |
| " | Mgbemena, Dr. Benjamin E. | " | " | 1 " |
| " | Mulakala, Maleshrao | " | " | 1 " |
| " | Ngan, Dr. Frans C. | " | " | 1 " |
| " | Nguyen, Dr. San Duy | " | " | 1 " |

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

| TRANSACTION DATE | PURCHASER | SECURITY | PRICE | AMOUNT |
|---------------------|---------------------------------------|--|-----------|---------|
| Jul. 03, 1984 | Pokorny, Dr. Ivan | RELAX INNS SCORBOROUGH PARTNERSHIP - UNITS | 202,040 | 2 units |
| " | Powell, Dr. Garry W. | " | 101,020 | 1 units |
| " | Relax Development Corporation Ltd. | " | 707,140 | 7 units |
| " | Royer, Daniel J. | " | \$101,020 | 1 units |
| " | Royer, Gregory M. | " | 101,020 | 1 units |
| " | Royer, Randy B. | " | " | 1 " |
| " | Royer, Terrance E. | " | " | 1 " |
| " | Savji, Saleem H. | " | " | 1 " |
| " | Sekar, Dr. Arni | " | " | 1 " |
| " | Simpson, Rose | " | " | 1 " |
| " | Suh, Dr. Matthew | " | " | 1 " |
| " | Taggart, Keith | " | 202,040 | 2 units |
| " | Thomsen, John | " | 101,020 | 1 units |
| " | Trites, Dr. Ronald L. | " | " | 1 " |
| " | Varan, Dr. Lily | " | " | 1 " |
| " | Wan, David | " | " | 1 " |
| " | White, Dr. T. Gordon | " | " | 1 " |
| " | Williams, Dr. Anthony | " | " | 1 " |
| Jul. 11, 1984 | Boisvert, Leo B. | #TAI (1984-1) RESOURCES PROGRAM LIMITED PARTNERSHIP - UNITS | 25,000 | 1 units |

Offering Memorandum

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

| TRANSACTION DATE | PURCHASER | SECURITY | PRICE | AMOUNT |
|---------------------|--------------------------------------|--|-----------|------------------|
| Jul. 11, 1984 | Boisvert-Eshpeter, Laura H. | #TAI (1984-1) RESOURCES PROGRAM LIMITED PARTNERSHIP - UNITS | 25,000 | 1 units |
| " | Bongard, Gordon R. P. | " | " | 1 " |
| " | Grant, Gary J. | " | 50,000 | 2 units |
| " | Green, William N. | " | \$25,000 | 1 units |
| " | Kearns, Charles William | " | 50,000 | 2 units |
| " | Logan, David | " | 25,000 | 1 units |
| " | Magee, William G. | " | " | 1 " |
| " | National Mud Control Laboratories | " | " | 1 " |
| " | Owens, Patricia M. | " | " | 1 " |
| " | Owens, Robert D. | " | " | 1 " |
| " | Robertson, Keith | " | " | 1 " |
| " | Robinson, W. N. | " | 50,000 | 2 units |
| " | Sawridge Band | " | 100,000 | 4 units |
| " | Schooley, Arthur R. | " | 25,000 | 1 units |
| " | Seguin, Norman | " | " | 1 " |
| " | Seguin, Richard | " | " | 1 " |
| " | Seguin, Roland | " | 50,000 | 2 units |
| " | Skinner, Jonathan | " | 25,000 | 1 units |
| Jul. 12, 1984 | Harding Carpets Limited | WESTMILLS CANADA INC. COMMON SHARES | 1,133,000 | 1,100,000 shares |

Offering Memorandum

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

| TRANSACTION DATE | PURCHASER | SECURITY | PRICE | AMOUNT |
|---------------------|-------------------------|--|---------|---------------|
| Jul. 12, 1984 | Harding Carpets Limited | WESTMILLS CANADA INC. PREFERENCE SHARES | 483,100 | 48,310 shares |

RESALE OF SECURITIES

FORM - 21

| DATE OF RESALE | DATE OF ORIG PURCHASE | SELLER | SECURITY | PRICE | AMOUNT |
|-------------------|--------------------------|--|---------------------------------------|-----------|----------------|
| Jul. 11, 1984 | May. 09, 1983 | Shawnee Petroleum Limited | CAMEL OIL & GAS LTD. COMMON SHARES | 4,437 | 5,500 shares |
| Jul. 12, 1984 | " | " | " | 1,988 | 2,500 " |
| Jul. 17, 1984 | " | " | " | 395 | 500 " |
| Jul. 17, 1984 | Nov. 18, 1982 | Mutual Life Assurance Company of Canada | CANADIAN UTILITIES LIMITED CLASS B | 50,000 | 4,000 shares |
| Jul. 18, 1984 | " | " | " | 34,300 | 2,800 " |
| Jul. 06, 1984 | Feb. 17, 1983 | Investors Growth Fund of Canada Ltd. | DYLEX LIMITED - PREFERRED A | 697,500 | 30,000 shares |
| " | " | " | " | 960,000 | 40,000 " |
| Jul. 10, 1984 | " | " | " | 436,800 | 18,200 " |
| Jul. 11, 1984 | Jul. 11, 1984 | Nesbitt Thomson Bongard Inc. | IVACO INC. - SECOND PFD. SERIES 3 | 5,641,650 | 225,666 shares |

NOTICE OF INTENTION TO DISTRIBUTE SECURITIES PURSUANT TO SUBSECTION 7 OF SECTION 71

| SELLER | SECURITY | AMOUNT |
|--|---|----------------|
| Billes. Alfred W. | CANADIAN TIRE CORPORATION, LIMITED CLASS A | 500,000 shares |
| Conwest Exploration Company Limited | CHANCE MINING AND EXPLORATION COMPANY LIMITED COMMON | 421,181 " |
| D.K. Resources Management Inc. | DAVIDSON TISDALE MINES LIMITED - COMMON SHARES | 1,200,000 " |
| Dingwall. William G. | " " | 43,404 " |
| Kent, Kenneth R. | " " | 51,001 " |
| Meredith, Paul E. | HOLMER GOLD MINES LIMITED - COMMON SHARES | 50,000 " |
| Boos, Bernard | SEEMAR MINES LIMITED - COMMON SHARES | 400,000 " |
| Mo-Mac Investments Ltd. | TRIMAC LIMITED - COMMON SHARES | 200,000 " |

REPORT MADE UNDER SUBSECTION 5 OF SECTION 71 OF THE ACT WITH
RESPECT TO OUTSTANDING SECURITIES OF A PRIVATE COMPANY
THAT HAS CEASED TO BE A PRIVATE COMPANY

| NAME OF COMPANY | DATE WHEN THE COMPANY CEASED TO BE A PRIVATE COMPANY |
|--------------------------|---|
| ----- | ----- |
| CINDY MAE RESOURCES INC. | June 26, 1984 |

CHAPTER 9

TAKE-OVER BIDS, ISSUER BIDS

9.1 TAKE-OVER BIDS, ISSUER BIDS

9.1.1 LANPAR TECHNOLOGIES INC.

TAKE-OVER BIDS, ISSUER BIDS

NOTICE OF INTENTION - FORM 35

LANPAR TECHNOLOGIES INC.

CHAPTER 10
CONTINUOUS DISCLOSURE FILINGS

Not Available at Time of Publication.

CHAPTER 11

NEW ISSUE AND SECONDARY FINANCING (NIL)

THERE IS NO MATERIAL FOR THIS CHAPTER

IN THIS ISSUE

CHAPTER 12
REGISTRATIONS (NIL)

THERE IS NO MATERIAL FOR THIS CHAPTER
IN THIS ISSUE

CHAPTER 25
OTHER INFORMATION (NIL)

THERE IS NO MATERIAL FOR THIS CHAPTER
IN THIS ISSUE

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